

SALMON YOUTH HOCKEY

ASSOCIATION

BYLAWS

Approved September 24, 2025

Salmon Youth Hockey Association (SYHA) BYLAWS

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BYLAWS OF THE Salmon Youth Hockey Association

Article 1 – NAME

The name of this Corporation is Salmon Hockey Association, Incorporated (SHA). In these Bylaws, this Corporation may also be referred to as Salmon Youth Hockey Association (SYHA).

Article 2 – OFFICE

The Association shall maintain a mailing address within the State of Idaho and must be in good standing with the State of Idaho. The Association may maintain an office for the transaction of its business, which shall be designated by the Board of Directors, and which shall be located within the State of Idaho. The Association's mailing address and/ or its principal office may be changed by vote of the Board of Directors.

Article 3 – PURPOSES

SECTION 1. The principal purpose of the Association shall be to foster, promote, and improve amateur hockey for charitable, educational, and recreational purposes. To further that purpose, the Association shall:

- Affiliate with USA Hockey and encourage registration with USA Hockey of all teams at all levels of play.
- Cooperate with and participate in programs of USA Hockey, Rocky Mountain District, and the Idaho Amateur Hockey Association (IAHA).
- Encourage, assist, and administer the development of local and regional programs, leagues, and teams to promote good sportsmanship, competition, and player development within the Association's geographical area.
- Administer all levels of hockey allowable within SYHA consistent with USA Hockey. Perform any other acts necessary or desirable in fulfilling its purposes.

SECTION 2. The Association shall operate as a not-for-profit Association and shall take all actions necessary to maintain its status as an Association exempt from taxation under Section 501(c) of the Internal Revenue Code, as amended. The Association does not contemplate pecuniary gain or profit to its members and is organized solely for the non-profit purposes set forth above. No

substantial part of the activities of this Association shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, or becoming involved in political activity.

Article 4 – USA HOCKEY PREEMINENCE AND INDEMNITY

SECTION 1.

The Association, in affiliation with USA Hockey, Inc., the national governing body for the sport of amateur ice hockey in the United States, is authorized to regulate the sport of amateur ice hockey within the State of Idaho or within such other geographical area as SYHA designates.

SECTION 2.

SYHA, as a Member Association of USA Hockey, Inc., and Idaho Amateur Hockey Association (IAHA) shall abide by and act in accordance with the Articles of Incorporation, Bylaws, Rules, and Regulations, playing rules and decisions of the Board of Directors of IAHA and USA Hockey, and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of SYHA. Further, SYHA (i) shall assist IAHA in the administration and enforcement of the provisions of the Bylaws, Rules and Regulations, Playing Rules, and decisions of the Board of Directors of IAHA within and upon its members and/or within its jurisdiction and (ii) agrees to be guided by the core values of USA Hockey: Sportsmanship, Respect for the Individual, Integrity, Pursuit of Excellence at the Individual, Team and Organizational Levels, Enjoyment, Loyalty and Teamwork as determined by USA Hockey, or as the same may be amended by USA Hockey from time to time.

SECTION 3.

SYHA, as a Member Association of IAHA and USA Hockey, Inc. shall indemnify and hold harmless USA Hockey, the Board of Directors of USA Hockey and each member thereof, the Executive Committee of USA Hockey and each member thereof, councils and committees of USA Hockey and each member thereof, and all other elected, appointed, employed or volunteer representatives of USA Hockey from any and all claims, liability, judgments, costs, attorneys' fees charges and expenses whatsoever, arising from the acts and omissions of SYHA, except to the extent (i) that USA Hockey or its afore described 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, Bylaws, Rules and Regulations, playing rules or decisions of the Board of Directors of USA Hockey. Further, SYHA understands that USA Hockey and its afore 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 Bylaw.

SECTION 4.

All Registered Participant Members of SYHA, as a condition of membership in good standing with SYHA, shall also be required to be Registered Participant Members in good standing with USA Hockey.

Government.

The government and authority of SYHA shall be vested in a Board of Directors composed of up to 11 individuals, each of whom must be an association member, selected through an annual democratic election process held at the annual meeting of the association, herein established by the by-laws. A majority of the Board must be composed of representatives selected by such an election process. The officers of SYHA, selected by the Registered Participant Members, shall include at least a president, vice president, secretary, registrar, and treasurer. It is recommended that the terms of directors and officers be staggered.

Voting.

Each family with a Registered Player of SYHA shall be entitled to one vote per family in the process adopted by SYHA for the election of its Board of Directors. A family member is defined as a parent or guardian of the registered player.

Annual Meetings.

Any action(s) or policy(s) adopted or requested to be adopted by the Board of Directors or the officers of SYHA 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 SYHA no less than fifteen (15) days prior to the meeting, which shall be open to all members of SYHA.

Publication of Articles of Incorporation and Bylaws.

SYHA shall make available to its members, Bylaws, Handbook, board meeting minutes, and all amendments thereto.

Equal Opportunity/Automatic Suspension of Athletes Without a Hearing.

SYHA 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 based on race, color, religion, age, sex, or national origin. SYHA 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, in accordance with USA Hockey Bylaw 10. SYHA may impose a summary suspension only in those circumstances permitted by USA Hockey Bylaw 10. Any hearing following a summary suspension shall be conducted in accordance with USA Hockey Bylaw 10.

Insurance.

SYHA agrees to be covered by the general liability insurance policy and the Directors and Officers and Crime insurance policy maintained by USA Hockey. SYHA retains the right to obtain whatever additional insurance coverages it may desire, at its own expense, but agrees to name USA Hockey as an additional insured thereof. By purchasing and maintaining the insurance policies, USA Hockey does not assume, and indeed disclaims, any liability for any actions or omissions of SYHA.

501(c)(3) Status.

SYHA shall always, during the term of the Membership Agreement, maintain its tax-exempt status under Section 501(c) (3) of the Internal Revenue Code and shall cooperate with USA Hockey if USA Hockey and SYHA deem it advisable for SYHA to be included in a group exemption letter.

Abuse.

SYHA shall adopt policies prohibiting sexual and physical abuse that meet certain minimum criteria established by USA Hockey (subject to any contrary requirements contained in state or local laws applicable to SYHA).

Article 5 – MEMBERSHIP

SECTION 1: MEMBERSHIP.

One class of Membership shall exist within SYHA. Membership is defined as an individual who registers with SYHA and is involved in ice hockey competition or programs in compliance with the Policies and Procedures of SYHA, IAHA, Rocky Mountain District, and USA Hockey, including registration and payment of fees. The membership term shall be September 1 through August 31 of each year. Each Registered Participant Member of SYHA shall be entitled to one (1) vote per family. A Registered Participant Member within each division shall cast his/her vote for the Elected Division Director.

SECTION 2: VOTING.

Registered Participant Members of each Division shall be entitled to elect one (1) Division director to the SYHA Board of Directors. This director shall participate in all Board matters, serve for a two (2) year term, and vote on all matters coming before the Board. Officers shall be elected first, and Elected Division Directors shall be elected second. Division Directors' main purpose on the Board is for the good and well-being, and act in the best interest of the Association as a whole and not their division.

SECTION 3: DUES.

All Registered Participant Members shall be responsible for the payment of dues, fees, and assessments established by the SYHA Board of Directors.

SECTION 4: CODE OF CONDUCT.

Registered Participant Members, along with family members and guests, are responsible for always conducting themselves in a mature and sportsmanlike manner during which players are participating in SYHA, IAHA, MAHA, Rocky Mountain District, and USA Hockey-sanctioned activities to ensure coaches, players, and officials are always treated in a respectful and non-abusive manner. If a Registered Participant Member, their family member, or guest fails to conduct themselves as required herein, the SYHA Board of Directors shall have the authority to take appropriate action, including but not limited to prohibiting the offending person(s) for a stated period from attending or participating in SYHA, IAHA, Rocky Mountain District, USA Hockey sanctioned activities. Such action by the Board of Directors shall be taken only after all concerned parties have been given a reasonable opportunity to be heard by the Board of Directors or the Disciplinary Committee established in these Bylaws. Nothing in this section shall be construed to limit the authority of referees or rink management to deal with any unruly or inappropriate behavior.

SECTION 5: FINANCIALS.

The books and records of SYHA, both financial and non-financial, are the property of SYHA and not of any Board or Registered Participant Member. It is the responsibility of the Board of Directors to obtain the return of any SYHA records in possession of a SYHA Board member at the conclusion of their term of office or whenever such person no longer has need of the records in working on SYHA matters. Registered Participant Members of the SYHA shall have the right to inspect its books and records upon written request to the SYHA Board provided that such inspection shall be reasonable in scope and purpose, shall be scheduled not less than twenty (20) days after the request is made, and provided that the SYHA Board may set reasonable limits on the time, place, and manner of making the records available.

Article 6 – BOARD OF DIRECTORS

SECTION 1: DUTIES OF THE BOARD.

The regular management of SYHA shall be vested in the Board of Directors (hereafter called the Board), and the Board shall have the authority to do all things necessary for the orderly management of SYHA, including, but not limited to, establishing committees, signing contracts, hiring personnel, and establishing reasonable policies and procedures to implement the purpose of SYHA.

It shall be incumbent upon the Board to always enforce all Bylaws, and Policies and Procedures of SYHA, IAHA, Rocky Mountain District, and USA Hockey. The Board shall have final authority over all matters pertaining to the administration of SYHA. The Board may, in its discretion and consistent with these Bylaws, delegate authority as to matters to any officer(s), committee(s) appointed by the Board or other Registered Participant Member(s) designated by the Board.

Matters requiring a vote of the Board shall be done by a majority vote of those attending, so long as a quorum is present, as defined in Article 8, Section 2 of these Bylaws. Alternative

methods for Board members to participate in the administration of SYHA include conference call or video conference or other acceptable means of electronic communication.

SECTION 2: COMPOSITION OF THE BOARD.

The Board shall be comprised of an Executive Committee of four (4) or five (5) Officers (President, Vice President, Treasurer, Registrar, and Secretary). It may also consist of up to six (6) elected Division Directors (one (1) elected Division Director from each division (8U, 10U, 12U, 14U, High School, and Girls) up to 11 total Board members). Not all seats may be filled, but a minimum of three (3) Division Directors must be elected. Each member of the Board is entitled to one (1) vote. Virtual voting by phone and Zoom meeting will be permitted. In the case a division does not elect a Division Director, a candidate may be nominated by the executive committee and elected by a majority of the board/association.

Any two Executive Committee offices may be combined, excluding the President and Vice-President. Board members shall have a current background screen, be registered with USA Hockey, and be SafeSport Certified.

SECTION 3: EXECUTIVE COMMITTEE.

The Executive Committee of SYHA includes the President, Vice President, Treasurer, Registrar, and Secretary.

PRESIDENT. The President shall preside at all meetings of the Board. The President shall make an annual report on SYHA activities to its membership at the Annual Meeting. The President shall represent SYHA at all meetings, and in the event the President cannot make a board meeting, the Vice President shall hold the meeting. The President shall be empowered to do all things necessary to accomplish the orderly operation of SYHA between Board meetings, subject to approval at the next Board meeting. The President or his/her designee shall be the representative of SYHA and shall have the authority to cast votes for which SYHA is entitled, at all IAHA, Rocky Mountain District, and USA Hockey meetings. In SYHA matters that only require a majority, the President shall vote only in the event of a tie. In all other SYHA matters that require more than a majority of those voting, the President shall have a vote. The President shall vote in the election of all Executive Officers.

VICE PRESIDENT. The Vice President shall discharge the duties of the President during the President's absence or disability, and other duties as assigned by the President. The Vice President's duties include supervision of the Rink Manager and implementing the annual elections. In the Event of the President being removed or resigning, the Vice President will serve as the Interim President to finish the term.

SECRETARY. The Secretary is responsible for providing notice of and a formal agenda for all official meetings, as directed by the President, and maintaining minutes of all official meetings.

TREASURER. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of SYHA and shall deposit all monies or other things of value in the name and to

the credit of SYHA in such bank or banks as the Board may approve from time to time. The Treasurer shall disburse SYHA's funds under the direction of the Board, taking proper vouchers, and shall render a report as to the financial position of SYHA at all meetings of the Board, not less than annually. The Treasurer shall be responsible for the preservation of SYHA's non-profit 501(c)(3) status, the preparation of all reports, the maintenance of all records, and the control of all financial activities in the manner prescribed by local, state, and federal law. The Treasurer shall be responsible for arranging for the filing of all required tax returns with any governmental authorities and for providing any financial reports to IAHA required by SYHA's Member Agreement with IAHA. The Treasurer shall be an authorized signatory on all SYHA disbursements, provided that, in the Board's discretion, another Board member may be designated from time to time as a signatory on SYHA's accounts, either singly or jointly with the Treasurer. Unless the Board determines that bonding is not available at a reasonable cost, the Treasurer shall obtain a fidelity bond at the expense of SYHA.

REGISTRAR. It shall be the duty of the Registrar to register the members of the association and to ensure that the registration requirements of IAHA and USA Hockey are adhered to. The Registrar shall also perform other duties as normally pertain to the office.

SECTION 4: OFFICER ELIGIBILITY.

To be eligible for election as President or Vice-President for the Board, the individual must have a minimum of two (2) years' experience in a board position within the Salmon Youth Hockey Association. The board may fill a vacancy of the Executive Committee at its discretion when an experienced nominee is not available. The President shall not be a voting member of any division. To be eligible for election as Treasurer, an individual must have general knowledge of bookkeeping best practices and understand sound financial controls and financial records retention laws.

SECTION 5: TERM.

Each board member shall serve two or three (2 or 3) year terms, with two positions (President and Secretary) being elected in odd-numbered years, and one position (Vice President) being elected in even-numbered years. Registrar, Treasurer, and Secretary with three-year terms. Division Directors shall serve a two (2) year term, with three (3) positions: High School, 14U, 10U being elected in odd-numbered years, and three (3) positions: Girls, 12U, 8U, being elected in even-numbered years. The Board may fill a vacancy of the Executive Committee at its discretion, for reasons other than an expired term of office. Candidates nominated for a vacant position on the Executive Committee shall be elected by a majority vote of the Board. The elected Executive Committee member shall serve the remainder of the term of office for the position. Vacancies in the voting representative of each division shall be filled by the existing Board of Directors.

SECTION 6: COMPENSATION.

Officers and Directors of the SYHA Board shall receive no compensation or remuneration for serving as such, other than reimbursement upon presentation of proper vouchers of actual expenditures incurred on behalf of SYHA and approved by the Board.

SECTION 7: NON-VOTING.

The non-voting positions listed below may be appointed by the SYHA Board.

- a) Fundraising Director
- b) Rink Manager
- c) SafeSport Coordinator
- d) Coaches Representative
- e) Disciplinary Chairperson
- f) Snack Shack Coordinator
- g) Business Manager
- h) Equipment Room Manager
- i) Volunteer Coordinator
- j) Advertising Manager
- k) Referee Representative
- l) Tournament Director

Article 7 – ELECTIONS

SECTION 1: RESULTS & ASSUMPTION OF OFFICE.

The election of members of the Executive Committee (President, Vice President, Treasurer, Registrar, and Secretary) and the Division Directors shall be the last item on the agenda of the SYHA Annual Meeting, and the newly elected Executive Committee Members and Division Directors shall assume office at the conclusion of the Annual Meeting. Newly elected or appointed SYHA positions shall also assume office at the conclusion of the Annual Meeting. Those individuals appointed to complete the remaining term of a vacated position assume office upon appointment.

SECTION 2: ELECTIONS PROCESS.

DIVISION DIRECTORS. Nominations for open positions of Division Directors must be received by the Vice President and Secretary no later than fourteen (14) days prior to the Annual meeting. A Director shall be elected by a democratic process by the registered participants in each SYHA division who are in good standing and with whom he/she is a member and certified by the SYHA Registrar. In the event of a vacancy, the Board of Directors shall appoint a successor for the remainder of the term.

EXECUTIVE COMMITTEE. Nominations for open positions of the Executive Committee must be received by the Vice President and Secretary fourteen (14) days prior to the Annual Meeting. Candidates may run for a stated position up for election, subject to eligibility requirements for positions. Once the nominations have been submitted, the ballot will be closed, and only those names will be included on the Annual Meeting Agenda.

Article 8 – MEETINGS OF THE BOARD

SECTION 1: MEETINGS.

Board of Directors meetings shall be held at such times and at such places as fixed by the President. Alternative methods for Board members to participate in the administration of SYHA include conference calls or videoconferencing. General Board meetings shall be open to all Registered Participant Members. However, such members shall not participate in, or in any way interfere with, the conduct of the Board meeting unless the item for discussion has been submitted to the SYHA Secretary and is a topic of discussion on the meeting agenda. The Board may allow for a closed session as deemed necessary. Agenda topics must be submitted to the SYHA Secretary or President by a Board Member no later than forty-eight (48) hours prior to a Meeting.

Non-agenda items. A time limit of three (3) minutes shall be allowed for meeting participants to state their business on non-agenda items, unless the Board provides for a longer period. The Board may request further discussion of a *topic* at a future meeting.

SECTION 2: QUORUM.

A quorum is defined as the presence of a simple majority of the Board at the commencement of a meeting. A vote cannot be held without the presence of a quorum.

Article 9 – ANNUAL & SPECIAL MEETINGS

SECTION 1: ANNUAL MEETING.

The Annual Meeting, which is open to all Registered Participant Members, shall be held in April or May at a place and time designated by the Board. The Annual meeting will occur on the date of the regularly scheduled Board of Directors meeting for the month of April or May.

SECTION 2: REGULAR MEETINGS.

Regular meetings of the Board of Directors shall be held starting between 5:30-6:30 pm on the 4th Wednesday or the 4th Thursday of the month, it is to be announced by the second Monday of that month. Monthly meetings can be changed if it is announced by the last day of the month immediately prior to the month concerned. A minimum of four (4) Regular Meetings of the Board shall be held each year. Members of the association and the public are encouraged to attend all regular meetings of the Board of Directors.

SECTION 3: SPECIAL MEETINGS.

Special meetings of the Board of Directors may be called at any time when deemed necessary by the SYHA President or a simple majority of the Board.

SECTION 4: MEETING NOTICE AND AGENDA.

Notice of general and Annual meetings shall be provided no less than thirty (30) days prior. Agendas for general meetings shall be provided no less than 48 hours prior to the start of the

meeting. Special meetings may be conducted by video conference or conference call or email for topics with urgency that require a resolution prior to a regularly scheduled meeting. A 48-hour notice period is required for special meetings.

Article 10 – CONDUCT OF MEETINGS

SECTION 1: ROBERT'S RULES OF ORDER.

All meetings of the membership and the Board shall be conducted in accordance with the most recent edition of "Robert's Rules of Order."

SECTION 2: LEADERSHIP.

In the case of the President taking a leave of absence from his/her position, the Vice President shall immediately become President during such leave of absence, or for the remainder of the President's term if the President has resigned. In the event the Vice President position is vacant, or he/she is unable to succeed the President, then the Secretary shall be empowered to conduct a Board Meeting for the sole purpose of electing a new or interim President.

Article 11 – APPOINTMENTS & COMMITTEES

SECTION 1: COMMITTEES.

It shall be the duty of the president, in conjunction with the Board of Directors, to name such committees as will be needed to perform the objectives of the association.

SECTION 2: REMOVAL OF EXECUTIVE COMMITTEE MEMBER.

The Board (President, Vice President, Secretary, Treasurer, Registrar, and elected Division Directors of Member Association in good standing) may remove an Executive Committee member with a two-thirds majority vote of the Board. The Board may require the replacement of an elected Director of a Member Association after a Bylaw 10 hearing has been held.

Article 12 – FEES, DUES & SANCTIONS

SECTION 1: DUES.

All Registered Participant Member dues shall be established by the Board during its Annual Meeting, or at a special meeting called for that purpose. All Registered Participant Members must register online with USA Hockey.

Article 13 – DISPUTE RESOLUTION, DISCIPLINE & ARBITRATION

SECTION 1: DISPUTE RESOLUTION.

General - All claims, demands, discipline or disputes (“Disputes”) arising by and between Parties, as defined in USA Hockey Bylaw 10, shall be subject to the provisions of this Article and USA Hockey Bylaw 10 and constitute the sole and exclusive remedy for dispute resolution.

Purpose - It is the specific purpose of this Article and USA Hockey Bylaw 10 to provide a uniform method of resolving Disputes that is a full and complete substitute for any court proceedings and that utilizes the specific skills, expertise, and background of individuals experienced in the sport of hockey and sports administration. The procedures set forth in USA Hockey Bylaw 10 are referred to collectively as the “Dispute Resolution Procedure.”

Failure to Follow Procedure - All Parties agree to abide by this Dispute Resolution Procedure. Failure to abide by the Dispute Resolution Procedure shall, in addition to any other sanctions allowed by these Articles: Make a Party and any person or entity representing, participating with or aiding such Party liable for any and all costs and expenses, direct or indirect, including reasonable court costs and attorneys’ fees and the value of volunteer time incurred by USA Hockey, its Affiliate Associations, directors, officers and/or agents; and Subject such Party to Summary Suspension and/or disqualification from membership and any right to participate in USA Hockey or its Affiliate Associations’ sanctioned events in the sole discretion of USA Hockey or its Affiliate Associations.

Article 14 – AMENDMENTS

SECTION 1: ARTICLES OF INCORPORATION & BYLAW AMENDMENTS.

The Articles of Incorporation and Bylaws of SYHA may be amended as follows: Such proposed amendments shall be provided to the Board Members and Association Members at least fourteen (14) days prior to the September board meeting where such amendments are to be voted on. If further modifications are required, a draft should be prepared to be evaluated, voted on, and finalized at the next meeting. To be approved, any amendment must receive the affirmative vote of a simple majority of the general membership in attendance at the regularly scheduled monthly board meeting. However, no vote on any proposed amendment shall occur prior to the completion of the proper notification of the full membership. The Bylaws and Handbook shall be reviewed annually prior to the start of the next season.

Article 15 – DISTRIBUTION OF ASSETS UPON DISSOLUTION

SECTION 1: IRS SECTION 501(c)3 REQUIREMENT.

The assets of SYHA are permanently dedicated to exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of future laws). SYHA shall not be operated for pecuniary profit and shall have no capital stock and shall

make no distribution of dividends to its members, directors, officers, or persons having a private interest in the activities of the corporation.

SECTION 2: DISSOLUTION.

In the event SYHA is dissolved, the Board of Directors shall pay, satisfy and discharge all liabilities and obligations of SYHA or make adequate provisions therefore and distribute all remaining assets of SYHA to an organization or organizations engaged in activities substantially similar to those of SYHA and organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of future laws).

SYHA President	_____	Date _____
SYHA Vice President	_____	Date _____
SYHA Secretary	_____	Date _____
SYHA Treasurer	_____	Date _____
SYHA Registrar	_____	Date _____