Southern Illinois Ice Hockey Club (SIIHC) Bylaws

Article I: Name and Purpose

Section 1. Name
The name of this organization shall be the Southern Illinois Ice Hockey Club (SIIHC).

Section 2. Purpose
The purpose of SIIHC, a joint partnership between the Twin Bridges Lightning and Southern Illinois IceHawks, is to promote and develop youth ice hockey in Southern Illinois. By providing opportunities for participation, skill development, teamwork, and sportsmanship in a safe and supportive environment, the partnership aims to establish teams at the highest competitive level possible, providing a unified path for elite player development in the region.

Article II: Board of Directors

Section 1. Composition
The first Board of Directors shall be composed of 7 members.

- Three (3) directors appointed by the IceHawks' Board of Directors, who are not required to be current board members of the IceHawks organization.
- Three (3) directors appointed by the Lightning's Board of Directors, who are not required to be current board members of the Lightning organization.
- One (1) Independent Director, who shall serve as a neutral third party to ensure a tie-breaking vote. The Independent Director shall be selected by a majority vote of the six appointed board members and must be confirmed annually by the SIIHC Board, requiring the mutual approval of both parent organizations. This individual may be elected by the Board to serve as an officer (such as President), but officer status is not a requirement of the position.

The composition of the SIIHC Board of Directors may not be amended without the approval of BOTH the Twin Bridges Lightning and the Southern Illinois Ice Hawks Board of Directors.

Section 2. Governance
The affairs of SIIHC shall be governed by the SIIHC Board of Directors. In the event of a tie vote that cannot be resolved by the SIIHC Board of Directors, the matter shall be escalated to the Executive Boards of both parent organizations (the IceHawks and the Lightning). The decision or action will only proceed upon mutual, written approval from both parent organizations' boards.

Section 3. Composition
The Board shall consist of the following officers:

- President
- Vice President
- Treasurer
- Secretary

Section 4. Duties

- **President:** Provides leadership, oversees operations, and serves as the primary representative of the club.
- **Vice President:** Assists the President and assumes responsibilities in their absence.
- **Treasurer:** Oversees all financial matters, including budgeting, reporting, and recordkeeping.
- **Secretary:** Maintains meeting minutes, records, and official communications.

Section 5. Books and Records

SIIHC shall maintain accurate financial records, meeting minutes, registration records, and organizational documents. These records shall be available for inspection by any member of the organization, or their designated representative, upon reasonable request.

Section 6. Indemnification and Liability Protection

SIIHC shall indemnify its Directors and Officers to the fullest extent permitted by Illinois law for actions taken in good faith on behalf of the organization. Accordingly, the corporation shall defend, indemnify, and hold harmless each Director and Officer from and against any and all liability, judgments, costs, charges, and expenses reasonably related to or arising out of the discharge of their duties under these Bylaws.

Article III: Elections and Terms

Section 1. Elections
Directors shall be appointed annually by their respective parent organizations.

Section 2. Eligibility
Board members must be, and remain, in good standing with SIIHC, both parent organizations (the Southern Illinois IceHawks and the Twin Bridges Lightning), USA Hockey, and all applicable state affiliate governing bodies, including the Amateur Hockey Association Illinois (AHAI) and Missouri Hockey (MAIHA), as well as any other leagues in which the organization's teams participate.

Section 3. Vacancies

Vacancies among IceHawks-appointed directors shall be filled by the IceHawks Board. Vacancies among Lightning-appointed directors shall be filled by the Lightning Board. A vacancy in the Independent Director position shall be filled by a majority vote of the six appointed SIIHC board members and shall require the mutual approval of both parent organizations to serve out the remainder of the annual term.

Section 4. Removal

Any director may be removed for misconduct, neglect of duties, violation of club policies, or conduct detrimental to SIIHC by a two-thirds vote of the SIIHC Board.

Article IV: Meetings

Section 1. Regular Meetings
The Board shall meet at least quarterly, or more frequently as needed to conduct business. Board meetings will be conducted following Robert's Rules of Order.

Section 2. Special Meetings
Special meetings may be called by the President or by a majority of Board members. Special meetings require 7-day notice. The notice may be waived if board members unanimously agree.

Section 3. Quorum
A majority of the seated Board of Directors shall constitute a quorum for the transaction of business at any meeting. Board members may participate in person, via teleconference, or through digital video platforms, and such participation shall count toward establishing a quorum.

Section 4. Voting
Each Board member shall have one (1) vote. Except as otherwise specified in these Bylaws, motions shall pass by a simple majority vote of the directors present at a meeting where a quorum is established. The Board may conduct votes electronically (via Slackl) for time-sensitive matters, provided all board members are notified and a majority of the full Board casts a vote.

Article V: Committees, Staff, and Operations Support

Section 1. Operational Staff & Directors
The Board may appoint or contract individuals to fulfill key operational and hockey operations staff roles to support the growth and execution of the program. This includes, but is not limited to, a Hockey Director,

Registrar, and SafeSport Coordinator. The duties, compensation (if any), and terms of these positions shall be defined by the Board.

Section 2. Standing and Special Committees
The Board may establish standing or ad-hoc committees to manage specific organizational functions. Committee chairs shall be appointed by the Board. These teams may include, but are not limited to:

- Fundraising & Sponsorships
- Scheduling & Ice Management
- Equipment & Apparel
- Discipline & SafeSport Compliance
- Events & Tournaments

Section 3. Volunteer Support
The Board and designated Committee Chairs may recruit and utilize general volunteer support (such as team managers, locker room monitors, and event coordinators) from the community to assist with day-to-day operations. All volunteers must maintain eligibility and good standing as outlined in these Bylaws.

Section 4. Executive Committee

(a) The Board shall designate an Executive Committee to handle day-to-day decisions regarding normal operating and administrative matters. This includes, but is not limited to, questions raised by coaches, parents, suppliers, and others concerning the ordering of equipment, player/parent grievances, or actions of club personnel that require resolution before the next regularly scheduled meeting of the Board. The Board may limit the authority of the Executive Committee to specific issues.

(b) The Executive Committee shall consist of three (3) members: one (1) director appointed from the IceHawks delegation, one (1) director appointed from the Lightning delegation, and the Independent Director. Any decision or action taken by the Executive Committee must be supported by a majority vote (at least two of the three members) and shall be reported to the full Board at its next meeting.

Article VI: Finances

Section 1. Fiscal Year
The fiscal year shall run from May 1 through April 30.

Section 2. Budget
An annual budget shall be developed and approved by the Board.

Section 3. Financial Oversight
The Treasurer shall provide regular financial reports and ensure proper recordkeeping.

Section 4. Expenditures
Spending limits shall be established annually by the Board of Directors and documented in the club's operating policies. The Executive Committee shall have the authority to approve emergency or day-to-day administrative expenditures up to the limit set by the Board (initially established at $500.00). Any expense exceeding the established limit requires formal approval by the full Board of Directors.

Section 5. Financial Controls
No officer or director shall receive compensation or personal financial benefit from club funds except for reimbursement of approved expenses. Any transaction or contract between SIIHC and an entity in which a board member or officer has a direct financial interest must be disclosed to the Board and approved by a majority vote of disinterested directors.

Article VII: Code of Conduct

Section 1. Standards of Conduct
All players, coaches, parents, spectators, and Board members are required to uphold the highest standards of sportsmanship, respect, and integrity. All participants shall strictly adhere to the SIIHC Code of Conduct policies, as well as the rules and regulations set forth by USA Hockey, AHAI, and Missouri Hockey.

Section 2. SafeSport Compliance
SIIHC strictly adopts and enforces the USA Hockey SafeSport Program. Any allegations of abuse, harassment, or major safety violations shall be handled in immediate accordance with SafeSport reporting and investigation protocols.

Section 3. Disciplinary Authority and Due Process
The Board, or a designated Discipline Committee, has the sole authority to investigate violations, issue warnings, and impose disciplinary actions—including temporary suspensions or permanent bans from club activities. No long-term disciplinary action or suspension shall be finalized without providing the accused party with reasonable notice of the charges and an opportunity for a fair hearing before the designated committee or full Board.

Article VIII: Conflict of Interest

Section 1. Duty to Disclose
Board members must immediately disclose any potential or actual conflict of interest regarding any matter brought before the Board. A conflict of interest exists when a board member has a personal, familial, or financial interest that could compromise their independent judgment.

Section 2. Recusal and Participation
Board members shall recuse themselves from the room during any final discussion and voting on matters involving their immediate family (including player placements, coaching selections, or disciplinary hearings), personal financial interests, or outside organizations in which they hold a leadership position.

Section 3. Determination of Conflict
If a question arises as to whether a conflict of interest exists for a particular director, the matter shall be decided by a majority vote of the remaining, disinterested board members. The minutes of the meeting shall reflect that a disclosure was made and that the interested director abstained from the vote.

Article IX: Parent and Member Involvement

The success of SIIHC depends on robust volunteer support. Parents and members are encouraged to actively participate in club activities, committees, and events. To ensure fair distribution of operational duties, the Board of Directors may establish formal volunteer policies, including mandatory service hours per family or associated financial deposits, which shall be outlined in the club's annual operating rules.

Article X: Amendments

Section 1. Requirements for Amendment
These Bylaws may be amended, altered, or repealed only by a supermajority vote (minimum of 5 out of 7) of the full SIIHC Board of Directors, provided that at least thirty (30) days' prior written notice of the proposed amendment has been given to all directors. The 30-day notice requirement may be waived only by a unanimous vote of all seated board members.

Section 2. Protected Articles
Under no circumstances shall any provision altering the equal composition of the Board of Directors, the appointment authority of the parent clubs, or the core purpose of the partnership be amended without the explicit, written approval of both the Twin Bridges Lightning Board of Directors and the Southern Illinois IceHawks Board of Directors.

Article XI: Dissolution

Section 1. Mutual Dissolution
SIIHC may be dissolved upon the mutual written agreement of both parent organizations. Upon a mutual dissolution, all remaining assets shall first be used to satisfy outstanding financial obligations. Any remaining

assets shall then be divided equally between the Southern Illinois IceHawks and Twin Bridges Lightning organizations, unless otherwise prohibited by law.

Section 2. Unilateral Withdrawal

Either parent club may withdraw from the SIIHC partnership by providing written notice to the Board prior to April 1st of any calendar year. In the event of a unilateral withdrawal where one parent organization wishes to dissolve or exit the partnership and the other parent organization wishes to continue operations, SIIHC shall not dissolve. Instead:

- The withdrawing organization shall forfeit any claim to the organization's name, assets, equipment, and treasury.
- All funds and assets shall remain fully with SIIHC to support its ongoing operations under the remaining parent organization.