

BYLAWS  
OF THE  
WEST MADISON POLAR CAPS YOUTH HOCKEY ASSN, INC.

September 27, 2023

# BYLAWS OF THE WEST MADISON HOCKEY ASSOCIATION INC.

## BYLAW 1

### NAME AND LOCATION

#### Section 1. Name of Association

The name of the corporation shall be West Madison Polar Caps Youth Hockey Assn., Inc. (hereinafter referred to as the "Association"), and shall be incorporated under Chapter 181, Wisconsin Statutes. Teams skating for the Association shall be designated and known as the "West Madison Polar Caps"

#### Section 2. Principal Place of Business

Its principal office shall be located in Dane County, Wisconsin.

#### Section 3. Mission Statement.

The Association is a nonprofit educational organization formed to provide a healthy, competitive and educational program of recreational hockey to youth of high school ages and below who are eligible to compete in USA Hockey, WAHA and Dane County youth hockey programs. The primary emphasis of the program shall be on the development of basic hockey skills and the promotion of hockey as more than competition, but as an enjoyable recreational activity.

## BYLAW 2

### MEMBERSHIP

#### Section 1. Membership in Association.

A. Any youth, age four by January 1 of the current season, to nineteen (provided they have not completed high school), interested in pursuing a program of healthy, competitive, educational and recreational ice hockey may become an active player upon payment of dues and fees and acceptance by the Board of Directors.

B. Parents or guardians of active players shall be regarded as member families of the Association. These member families will be expected to encourage, promote, and assist in carrying out the Association's activities.

C. Head coaches who are not part of a member family will be considered members of the Association as long as they are actively coaching.

#### Section 2. Transfer of Assets Upon Dissolution or Merger.

If for any reason dissolution of the Association should occur, all assets and equipment will be transferred to an organization of similar purpose and intent and no member or

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parent will profit by any such action.

## BYLAW 3

### MEETINGS

#### Section 1. Annual Meetings.

- A. The annual meeting of the Association shall be held as soon as possible after the end of the hockey season (mid-March), but not after the end of the fiscal year, at such time and place in Dane County, Wisconsin as the Directors shall determine.
- B. Not less than seven (7) nor more than thirty (30) days before each annual meeting, written notice of the time and place of the meeting shall be given to the members personally or by mail (including e-mail) to the last known address as shown on the Association records. A copy of the notice will be posted at the home rink of the Association.

#### Section 2. Special Meeting.

- A. The president may call a Special Meeting of the Association upon giving notice to the membership in the manner herein described for an annual meeting, except that the notice shall also specify the purpose of the Special Meeting.
- B. Upon written demand signed by at least twenty percent (20%) of the members, the President shall call a Special Meeting for the purpose to which the demand relates, in the manner herein described.

#### Section 3. Quorum.

A quorum at a member meeting shall be ten percent (10%) of the member families.

#### Section 4. Voting By Members.

- A. Each member family and each member coach shall have one vote on all questions.
- B. Voting by proxy is not allowed. Unless specifically approved by the Board, voting by mail is not allowed on any matter except for the election of Directors.

#### Section 5. Order of Business.

A. The Order of Business at the annual meetings and so far as applicable at other meetings shall be substantially as follows, unless changed at the meeting:

- (1) Call to order

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- (2) Reading and disposal of unapproved minutes
- (3) Treasurer's report
- (4) Report of directors and committees
- (5) Old and unfinished business
- (6) New business
- (7) Call of vote/election of new directors
- (8) Adjournment

### BYLAW 4

#### BOARD OF DIRECTORS

##### Section 1. Qualifications.

Except for the immediate Past President, only family members who are current with dues and obligations and have been members for one (1) skating season or more may serve as Directors. A skating season for purposes of this paragraph shall be from September 1st through March 1st.

##### Section 2. Composition.

The Board shall include:

- President
- Past President
- Secretary
- Treasurer
- Registrar
- Fundraising Director
- Recruitment Director
- Vice President for Travel Team Coaching
- Vice President of In-House Coaching
- Director of Hockey
- Ice Scheduler
- Volunteer Director
- Girl's Hockey Director
- Equipment Manager
- Age Level Directors (LTP, U6 (cross-ice), U8 (RWB), In-House, Squirt, Peewee, Bantam, Midget)

Appointed Board members include Ice Scheduler, Treasurer, Equipment Manager, Vice President(s) for Coaching, and Director of Hockey. All are voting members. Additional positions may be added as the Board sees fit, but the Board of Directors shall consist of no more than 25 positions.

##### Section 3. Nomination and Election.

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A. The term of each Board member shall be two (2) years, unless the Director is elected to or chooses to fill an unexpired term. To the extent possible, no Director shall serve more than two full consecutive terms. For optimizing the sharing of experience and “institutional memory”, it is desirable to have overlapping terms of office so that approximately half of the Board shall turn over in any given year.

B. In February of each year, the Board shall send a notice to the Association members requesting that qualified members interested in running for election to the Board for the upcoming season, submit their name and qualifications to the Board Secretary. The names received by the Secretary will be reviewed by the board to determine if each nominee meets the criteria for election to the Board of Directors. Those members meeting the required criteria will be placed on the ballot.

C. The Board shall submit to each family and non-parent head coach, as part of the written notice for, or at, the Annual Meeting, a ballot listing the qualified candidates for each position on the Board of Directors for which the member is entitled to vote. The members will be instructed to complete the ballot and submit it to the secretary when called for at the Annual Meeting. Ballots not received by the Chair at the time of call for vote will not be counted.

D. At each Annual Meeting there shall be elected not more than 13 Directors for a term of two (2) years each. Election to the Board of Directors shall be by a simple majority (more than 50 percent) of the votes cast. Election at the Annual Meeting shall be to an at-large seat on the Board of Directors.

E. Immediately upon conclusion of the Annual Meeting, the President of the exiting Board or a suitable designate shall convene and preside over a meeting of the new and continuing Directors. If a quorum does not exist, the presiding officer shall schedule a meeting of the newly elected board, to conduct initial business, as soon as possible, but prior to the next scheduled business meeting of the Board. The primary initial business of the new Board is to elect the Officers, including the President, and to approve the committee chairs.

E. In the event no candidate for a Board position receives a simple majority of the votes cast at the Annual Meeting, a runoff election between the two candidates receiving the most votes for such position will be held at the Annual Meeting. Voting in the runoff election shall be conducted by written ballot of all members entitled to vote for such position in a manner similar to that required by Par. C above.

F. In the event that any position on the Board of Directors, other than Past President, can not be filled by election, the Board of Directors shall fill such position in the same manner as it fills vacancies under Section 5 below.

### Section 4. Vacancies.

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- A. Any vacancy on the Board occurring during the term of office, except for the position of Past President, shall be filled by appointment of the Board of Directors.
- B. The position of Past President shall be filled only by the immediate Past President and shall not be filled if a vacancy occurs during his/her term of office. The term of office of the immediate Past President shall be limited to the one year following his/her vacating the position of President. If the President vacates his/her office during a skating season, he/she will serve as immediate Past President only for the remainder of the skating season provided that the office of Past President is not already occupied.
- C. In exercising its power of appointment to fill vacancies on the Board of Directors, the Board shall, whenever feasible, seek out more than one qualified candidate for the vacant position. If feasible, the Board shall submit the names of all qualified candidates to the members entitled to vote for such position for an advisory election prior to filling such vacancies. If no candidate obtains more than 50 percent of the votes cast in the advisory election, a runoff will be held between the two candidates receiving the most votes.

### Section 6. Quorum.

At any meeting of the Board, a majority of members shall constitute a quorum.

### Section 7. Voting.

- A. Criteria for voting by Board members is defined in Bylaw 4 Section 2 under "Board Composition". Absentee members may be polled. A simple majority of "for" or "against" votes shall carry a motion. Abstentions shall not be counted.
- B. If the Past President has an active skater with the Association, the Past President shall have the right to vote on all questions. If the Past President does not have an active skater with the Association, the Past President shall not have the right to vote on matters coming before the Board.

### Section 8. Meetings.

- A. The Board of Directors shall meet at least monthly during the regular playing season, and as otherwise deemed necessary.
- B. Uniform notice of Director's meetings shall be given to each Director.
- C. Meetings of the members of the Board of Directors shall be conducted according to and governed by the most current edition of Roberts Rules of order except as otherwise provided in these Bylaws.

### Section 9. General Powers and Duties of the Board of Directors.

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The Directors shall conduct, manage, and control the affairs and business of the Association. They shall require proper records to be kept of all business transactions and take such other lawful actions as they deem necessary to effect the purposes of the Association.

- A. They shall appoint coaches for each team and address coaching issues as warranted.
- B. They shall grant scholarships.
- C. They shall periodically review and implement revisions to the Bylaws and Policies and communicate these revisions to the membership at the General Meeting.
- D. They shall review applications for membership to the club as warranted.
- E. They may delegate any powers or responsibilities to a duly appointed subcommittee.

### Section 10. Absence from Meetings.

Any Director not attending three (3) consecutive meetings may be removed from office by the remaining Directors, and a new Director appointed when applicable. Proper notice shall be given to the Director.

## BYLAW 5

### DUTIES OF DIRECTORS

#### Section 1. President.

The principal duties of the President shall be to preside at all meetings of the Board of Directors and all the regular and special meetings of the members, and to have a general supervision of the affairs of the Association. This person shall sign or delegate the signing of all certificates, contracts, and legal instruments. The president will become a representative to the Youth Hockey Council along with one other representative of the Board (Dane County Board). The President, with approval of the Directors, shall make the appointments for vacant, non-elective board positions and may form ad-hoc committees as deemed appropriate.

#### Section 2. Past President.

The principal duty of the immediate Past President is to provide continuity from one Board to another. To this end the immediate Past President will advise and assist the Board of Directors in the exercise of its responsibilities.

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### Section 3. Fundraising Director.

The principal duties of the Fundraising Director shall be to coordinate all fundraising events for the Association.

### Section 4. Secretary.

The principal duties of the Secretary shall be to keep a record of the proceedings of the Board of Directors and the proceedings of the members of the Association at their regular and special meetings, and to safely and systematically keep all books, papers, records, documents, and correspondence belonging to the Association or in any way pertaining to the business thereof.

### Section 5. Treasurer.

The principal duties of the Treasurer shall be to keep or delegate account of all monies, credits, and property of any and every nature of the Association which shall come into this person's hands: to keep an accurate account of all monies received and disbursed, to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, to accept all gifts to the club, and generally of all matters pertaining to this office as shall be required by the Board of Directors. The Treasurer shall prepare an annual budget for approval by the board and to serve as a guide when planning for the upcoming season. The Treasurer will work with the Registrar and the Recruitment Director to insure and carry out timely WAHA/USA Hockey registration of skaters.

All instruments calling for the payment of money issued by the Association shall be signed by such Directors as the Board of Directors may from time to time designate.

### Section 6. Registrar.

The Registrar shall distribute and collect skater registration forms and monies, track payments/collections/billings and other skater financial information, transmit registration for paid members to WAHA/USA Hockey, submit USA Hockey Rosters by December 31 of the skating season, and submit payments to the treasurer.

### Section 7. Recruitment Director.

The Recruitment Director shall oversee preparation and/or distribution of marketing materials (e.g., hard copy, social media) s, and conduct other marketing efforts on behalf of the club.

### Section 8. Vice President(s) for Coaching.

The Vice President(s) for Coaching shall chair the coaching committee, recruit coaches,

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plan and supervise the placements, oversee coach and player disciplinary matters, and oversee other on-ice activities. This director shall work closely with the Director of Hockey Coordinator to identify coaching needs.

### Section 9. Director of Hockey.

The Director of Hockey has oversight of all hockey operations, shall help organize educational activities for coaches, arrange goalie and skater clinics and supplemental coaching, and conduct evaluation of current coaches by parents and skaters.

### Section 10. Ice Scheduler.

The Ice Scheduler shall be responsible for the purchase and distribution of ice.

### Section 11. Girl's Hockey Director.

Organizes All-girls' hockey programs for the club. Coordinates with other associations to promote girls' hockey. Maintains communication between parents and team representatives and the Board. Works closely with the Recruitment Director to promote and grow girls' hockey.

### Section 12. Equipment Manager.

The equipment director shall maintain inventory and distribution of equipment for initiation and cross-ice skaters, shall attend to maintenance and storage issues, shall distribute applicable equipment to all teams (e.g., pucks), and shall maintain and distribute goalie equipment for all teams. The equipment manager shall bring requests for purchase of new equipment to the attention of the Board for approval.

### Section 13. Age Level Directors.

Each Age Level Director represents an age group and is responsible for maintaining communication between the parents and team representatives at their age group and the Board. Each Age Level Director is responsible for coordination of the coaches' selection of teams at the level and the distribution and coordination of ice time at his/her age level.

## BYLAW 6

### COMMITTEE MAKEUP AND DUTIES

#### Section 1.

There shall be three standing committees: 1) a Coaches Committee, 2) a Fundraising Committee and 3) a Recruiting Committee. Other ad-hoc committees may be formed as required.

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### Section 2. Coaching Committee

This committee shall consist of a designated head coach at each age level, as well as the Vice President for Coaching. This committee shall develop appropriate curriculum plans for each age level, assure that coaches are aware of certification requirements, coordinate coaching education clinics and organize goaltending instruction as is available.

### Section 3. Fundraising Committee.

This committee shall be headed by the Fundraising Director, and include active fundraising activities including concessions managers, tournament directors, and additional members as deemed appropriate to move forward the various initiatives.

### Section 4. Recruiting Committee.

This committee shall be headed by the Recruitment Director and will be responsible for preparing and distributing promotional information to appropriate local opportunities to encourage participation in youth hockey at Learn To Play, in-house, and competitive levels.

## BYLAW 7

### CAPITAL STRUCTURE

#### Section 1.

The registration fee for the coming year shall be set by the Board of Directors before the end of each fiscal year.

#### Section 2.

A statement showing the annual registration fee shall be provided to each member.

#### Section 3.

All dues and fees levied and collected shall be income to the Association.

#### Section 4.

Adequate nonallocated reserves for depreciation, obsolescence, and losses for bad accounts shall be established and maintained.

#### Section 5.

Any net earnings after payment of all costs and expenses, together with reasonable reserves, may be retained by the Association as nonallocated surplus.

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## BYLAW 7

### AMENDMENT OF BYLAWS

The Directors are authorized to adopt or amend the Bylaws by a 2/3 majority vote of the Directors. Bylaws adopted or amended by the Directors shall be reported at the next regular member meeting for adoption by the membership.

## BYLAW 8

### FISCAL YEAR

The fiscal year of this Association shall end April 30th of each year.

## BYLAW 9

### GUIDELINES AND PROCEDURES

The Association shall develop general guidelines and procedures for the operation of the Association. These guidelines and procedures will be reviewed each year by the Board of Directors.

These BYLAWS were adopted by the incorporator(s) at the incorporation meeting held on February 24, 2004, at Madison, Wisconsin.