

FRANCIS HOWELL CENTRAL HOCKEY CLUB

BYLAWS

ARTICLE I

Purpose: The purpose of the Francis Howell Central Hockey Club (FHCHC) is to organize and govern High School ice hockey team(s) to participate in Mid-States High School Club Hockey Association (MSCHA) or other hockey associations.

The Club shall not be conducted or operated for profit and is formed exclusively for the purpose of providing amateur hockey opportunities for junior high and high school aged players within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding section of any future federal tax code.

ARTICLE II

Membership: Any adult who is actively involved in the organization by being a registered coach, assistant coach, team coordinator, board member, player or any adult who is the parent(s) or legal guardian(s) of any youth who is a registered participant in the ice programs of the organization shall be a member of the organization.

Initiation and Termination of Parent or Legal Guardian Membership: Membership shall commence immediately upon selection of a player for any of the club-sponsored teams and shall continue from year-to-year for the full eligibility of the player. Membership shall terminate immediately upon non-selection of the player for any of the club-sponsored teams, upon voluntary or involuntary removal from the team, or at the conclusion of the winter season (including playoffs) of the player's final year of eligibility. Parents or guardians of outgoing players are not eligible to vote at the annual membership meeting, unless they will continue membership into the next season.

ARTICLE III

Section 1 - Annual Meeting: The annual meeting of the members of the organization will be held following the Varsity's Final game played for the current year. This meeting will be reserved for Club business. Open forum discussion board nominations/elections. Membership will be notified within 10 days after the final Varsity game played of time and location of meeting. Will be held in March at the latest. Adult Members only meeting.

Section 2 - Number of Meetings: There will be at least two meetings per year; the annual meeting and a pre-season meeting in August.. The Annual Banquet will be held in April. The Banquet shall be reserved for awards ceremony and team celebration. Club business will be done at the Annual Meeting.

Section 3 - Special meeting of the General membership: Special meeting of the members may be called by the President, by three or more of the Board members, or by any ten members of the organization.

Section 4 - Place of Meeting: The Board may designate any place, either within or outside of the county of St. Charles, or any agreed-upon virtual platform, as the place of meeting for any annual or special meeting of the members.

Section 5 - Notice of Meeting: There shall be at least a five-day notice of any general meeting of the membership of the organization. The membership must be notified in writing, (e-mail or regular mail) stating the place, day, and time of the meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called. A notice of a special meeting shall be delivered not less than seven days before the date of the meetings. If said notice is sent via regular mail, such notice shall be deemed to be delivered when deposited in the US mail, addressed to the member at his/her address as it appears on the records of the organization, with postage thereon prepaid.

Section 6 - In Interest of the Club: Occasions may arise in which the organization is called to act immediately and it is not possible to arrange a meeting of the board. In such cases the Board members shall act in the best interest of the organization; however, any decisions made must be by a minimum of four Board members.

Section 7 - Voting: The adult member(s) of the organization as defined in Article II shall have one vote per player in good standing at any meeting of the membership. There is no proxy voting allowed at any meeting of the members. A member may vote in person, or by email. In the event of a parent's absence an 18-year-old player may be allowed to vote in their place.

Section 8 - Voting by Ballot: Voting on any question or in an election may be by voice vote, unless the presiding Board member shall order, or any member shall demand, that the voting be done by ballot.

Section 9 - Behavior and Decorum: Meetings shall be conducted in accordance with Robert's Rules of Order. Disruptive behavior and inappropriate language will not be tolerated. Members offering such behavior shall be warned once. Any subsequent disruptions will result in removal from the meeting/venue. Continued disruptive behavior will result in fines and suspension from Club activities. Fines shall be levied by the Board and collected as extended fees. If parents are the source of problem, their behavior will also result in parallel suspension of the Player until all fines are collected.

ARTICLE IV - BOARD MEMBERS

Section 1 - Number: The Board member positions of the organization shall be limited to President, Vice President, Treasurer, Registrar, Secretary, Club Coordinator and member at-large. The same person may not hold multiple offices. Board members of the organization shall not be less than five or more than seven. Spouses may not serve on the Board at the same time. A spouse may be involved as a volunteer but may not be involved with Board functions.

Section 2 - Election and Term of Office: The Board members of the organization shall hold office for one year. At the annual meeting, the Membership will elect the board for the coming year. The Board members elected at the annual meeting will take control of their positions immediately following the annual meeting, with the exception of the Team Coordinators, who will continue their duties until the next year's teams have been chosen. Vacancies may be filled, or new Board positions filled at any meeting of the Members. Each Board member shall hold office until his/her successor shall have been duly elected, or until

his/her death, or until he/she shall resign or shall be removed as slated in Section 3 Removal.

Section 3 - Removal: Any Board member elected by the Membership may be removed by the Board whenever in its judgment the best interests of the Organization would be served thereby. The method of removal shall be by majority vote by all of the Board members present at the meeting.

Section 4 - Vacancies: A vacancy in any office because of death, resignation or removal shall be appointed by the remaining current Board members for the unexpired portion of the term.

Section 5 - Resignations: Any resignation is to be in writing to the President or Secretary. The resignation will be accepted by the Board at the next Board meeting.

Section 6 - Manner of Acting: The act of the majority of the Board present at a meeting at which a quorum is present shall be act of the Board.

Section 7 - Compensation: Board members shall not receive any compensation for their services.

Section 8 - President: The President shall be the principal executive officer of the organization and shall in general supervise and control all the business and affairs of the organization. He/She shall preside at all meetings of the members and of the Board. He/She is responsible for the overall conduct of the organization including the enforcement of the rules of FHCHC, MSCHA, and any other affiliated organizations. He/She will be the Club representative to MSCHA and attend all meetings as necessary or may designate any other Board member to do so as necessary.

Section 9 - Vice-President: In the absence of the President, or in the event of his/her inability or refusal to act, the Vice President shall perform the duties of President, and when so acting, shall have the powers of and be subject to all restrictions upon the President. The Vice President shall perform such duties as from time to time may be assigned by the President or by the Board. He/She is responsible for the timely acquisition and maintenance of equipment, supplies and uniforms.

Section 10 -Treasurer: The Treasurer shall:

1. Have charge and custody of and be responsible for all funds.
2. Receive and give receipt for monies due and payable to the Organization and deposit all such monies in the name of the Organization to such bank, trust company or other depository.
3. Perform all the duties incident of the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board.
4. See to it that all fees and expenses to MSCHA, ice arenas, equipment suppliers, etc. are paid in a timely fashion; and that players have paid their fee' and deposits.
5. Make an accounting to the organization each spring.

Section 11 - Secretary: The Secretary shall:

1. Keep the minutes of the organization and Board meetings in one or more books provided for that purpose.
2. See that all notices are duly given in accordance with the provisions of these By-laws or as required by law.
3. Have general charge over the release of public information, news release and dissemination of information, schedules, game times, places and other events to the media and the participants in the activities of the organization.
4. Oversee all social media accounts for the organization, unless otherwise assigned.
5. In general, perform all duties incidents to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Board.
6. Responsible for maintaining current and past records of the organization, including but not limited to birth certificates, insurance forms, grade cards, etc.

Section 12 - Registrar: The Registrar will collect and maintain the records of all players for the current year including, but not limited to, report cards, player registration, and insurance forms. The Registrar will be responsible for the registration of all teams, players, coaches, and managers with MSCHA and any other hockey organization with which the Club participates. The Registrar will be responsible for verifying player eligibility at the beginning of the season and at the beginning of the second semester. The Registrar will perform other duties deemed necessary by the President and Board.

Section 13- Club Coordinator: The Club Coordinator is responsible for organizing special events, including tournaments, fundraising events, banquets and other club activities. The Club Coordinator is responsible for organizing and overseeing club volunteers. The Club Coordinator will also be the liaison to all team coordinators, managers and cheerleaders. The Club Coordinator will perform other duties deemed necessary by the President and Board.

Section 14 - Coordinators Positions: Coordinator positions will be appointed soon after team selections. There will be one position appointed per team, namely Varsity Coordinator, Junior Varsity Coordinator(s), and B-Team Coordinator. The Coordinators will be responsible for the arrangement of ice times for practices and practice games, and secure referees for practice games, as necessary.

The Coordinators will also:

1. Act as a liaison for players, Board members and parents.
2. Perform any other such duties as from time to time may be assigned by the President or by the Board.
3. The Varsity Coordinator will serve as the liaison to the FHC Spartan Hockey Cheerleaders Club.

Section 14 - Voting: All Board members of the Organization shall be entitled to vote on any resolutions, motions or matters which come before the Board.

ARTICLE V - COACHES

The Varsity and Junior Varsity Coach will be selected as soon as possible by the new Board after it takes control. The coaches will select their staff. It is recommended these positions be discussed with the Board. All coaches in the FHCHC must obtain the appropriate coaching certification as outlined by MSCHA and USA Hockey Inc. Varsity or Junior Varsity Coaches cannot be Board members. All coaches are responsible for their conduct on and off the ice, as well as the conduct of the team members, and are responsible and accountable to the Club.

ARTICLE VI - CONTRACTS, LOANS, CHECKS, AND DEPOSITS

Section 1 - Contracts: The Board may authorize an officer or officers, agent or agents, 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 instance.

Section 2 - Loans: No loans shall be contracted on behalf of the organization and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

Section 3 - Checks, Drafts, Etc.: All checks, drafts or other orders for payment of money, or other evidence of indebtedness issued in the name of the Organization for an amount less than \$2000.00 shall be signed by one of the following: the Treasurer, the President, or the Vice President. All checks, drafts or other orders for payment of money, or other evidence of indebtedness issued in the name of the Organization for an amount of \$2000.01 or more shall be signed by two of the following: the Treasurer, the President, or the Vice President. There will be two designated exceptions including monthly ice fees and MidStates JV/Varsity fees. Additionally, the Board shall ensure that there are always three members assigned as signatories to the Club bank accounts and each signatory will review the monthly bank statements.

Section 4 - Deposits: All funds of the Organization not otherwise employed shall be deposited from time to time, to the credit of the Organization in such banks, trust companies or other depositories as the Board may determine.

Section 5 - Distribution of Funds

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VII - BUDGET

The Board members shall formulate the next season's budget. From this budget, Club fees, deposits, fines etc., will be considered. The budget will be documented. The Board must have an approved budget in place prior to the fall meeting.

ARTICLE VIII - FINES AND SUSPENSIONS

The MSCHA (Mid-States) fines clubs when a specified number of infractions occur. These fines are as stated in the Mid-States Rule book. Any single game in which one or more player, coach, or administrator is removed will be considered an offense subject to fine.

At times, Mid States charges fines to a team for each player, coach or other team representative receiving a game misconduct or match penalty. Any fines assessed by Mid States may be passed on to the player or player's family if the coaching staff and the board determine the player's action to be egregious and avoidable. FHCHC will adhere to any rulings by Mid States regarding suspensions of players, coaches, and team representatives.

ARTICLE IX - FEES AND DEPOSITS

The Club will assess player fees as required to cover the projected cost of all associated operating expenses. A fee will be assessed to all rostered players, and may vary by playing level (e.g. Varsity, Junior Varsity, C-Team).

Fees will be due and payable according to the following schedule:

September 1	-	One-fifth (20%) of the total assessed fee
October 1	-	One-fifth (20%) of the total assessed fee
November 1	-	One-fifth (20%) of the total assessed fee
December 1	-	One-fifth (20%) of the total assessed fee
January 1	-	One-fifth (20%) of the total assessed fee

All fees must be paid in-full by January 31. Any player who is not paid in-full by the deadline may not be permitted to practice or participate in league play until all outstanding fees have been collected.

The Club requires a deposit (amount to be determined each year by the Board) for all Club owned uniforms. This deposit is required before a uniform can be issued to a player. The deposit check will not be cashed and will be returned provided that the uniform is returned at the end of the season in acceptable condition (normal and reasonable game wear). Graduating seniors may purchase their home and/or away jerseys for an amount to be determined by the Board for that season. All 1st year incoming players (grades 9th - 12th) will be assessed a one-time Initiation Fee the amount of which is determined by the Board during the budget process.

If a player has accepted a roster position and has participated in any practices or pre-season games, and subsequently decides not to play, then 50% of the total assessed fee is due. If after October 1, a player decides not to play, then 100% of the total assessed fee is due.

ARTICLE X - FUND RAISING

All fundraising projects will contribute monies directly and entirely to the general fund unless otherwise determined by the Board. Distribution of funds for players' expense or general use will be the Board's decision and will be based upon budget projections and financial stability.

Opportunities will be made available during the season for each member to participate in fundraising events provided there is membership volunteers to head-up the events. If a family fundraises over what is needed to cover their child's current season fees, they may choose one of two options:

1. Carryover the funds into the next season. The overage must be a minimum of \$100 and will be divided in a 70/30 family/club split. The credit will be held for one year only and may not be transferred.

Example: In the current season, the Zamboni family earns \$300 more in fundraising credits than they need to fulfill their Club obligation. They choose to carry the overage into the next season. The Zamboni 's would receive a credit of \$210 (70%) to be applied against the next season's fees, and \$90 (30%) would go to the Club General Fund. The Zamboni family must use the \$210 in the next season or it will become part of the Club's General Fund.

2. Transfer the funds to another family. A family may transfer their overage to another designated family in the year in which it is earned provided they give written notice to the Treasurer before December 1 of the current season. If a family does not choose either option by December 1, then the overage is absorbed into the Club's General Fund.

ARTICLE XI -RULES

The Club will be bound by the regulations of MSCHA and should there be conflicts between the operating rules of the Club and MSCHA, the latter will take precedence.

ARTICLE XII -FISCAL YEAR

The fiscal year of the organization shall begin on the first day of May in each year and end on the last day of April in each year.

ARTICLE XIII -TERMINATION

In the event of the liquidation or dissolution of the Club for whatever reason, none of the property of the Club shall be distributed to any of the Board members of the Club. In the event of such termination, all liabilities and obligations shall be resolved. Any remaining assets shall be donated to a non-profit organization engaged in charitable, religious, educational, or similar activities. The recipient will be chosen by the Membership.

ARTICLE XIV

These By-laws may be altered, amended, or repealed in accordance with following procedure:

- a. The Board or any eligible member may propose changes to the By-laws.

- b. The Board shall be obligated to forward any member proposed changes to the entire Membership.
- c. The Membership must be notified via mail or email at least five (5) days before the vote. The notification will include an agenda and the proposition(s) to be voted upon.
- d. A minimum of 1/3 (33%) of the eligible voters must be in attendance at any given meeting, and a favorable vote of 2/3 of the eligible voters in attendance at any given meeting is required to affect changes to the By-laws.
- e. Amendments go into effect immediately following the conclusion of a favorable vote.

ARTICLE XV -INDEMNIFICATION

The Organization shall indemnify to the full extent authorized or permitted by the General and Business Corporation Law of Missouri, as now in effect or as hereafter amended, any person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including an action by or in the right of the Organization, by reason of the fact that he/she is or was a director, officer, employee or agent of the Organization or serves any other enterprise as such at the request of the Organization.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which such person(s) may be entitled apart from this article. The foregoing right of the indemnification shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

As Amended by Vote of the General Membership: August 26, 2025

Lindsay Kottmann

Secretary

FHC Hockey Club