



Chautauqua County Youth Hockey Association, Inc.

P.O. Box 266, Jamestown, New York 14702

www.JamestownLakers.com

**BY-LAWS
&
Constitution**

Adopted by the CCYHA Board of Directors - April 2010.

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Article I – Name, Seal and Organization

1. **Name:** The name of this Corporation is Chautauqua County Youth Hockey Association (CCYHA), hereafter referred to as the Corporation.
2. **Seal:** The Corporate seal shall have inscribed thereon the name of the Corporation, the year of its organization and the words, “Corporate Seal, NY”.
3. **Offices:** The Principal Office of the Corporation shall be in Chautauqua County, State of New York.
4. **Registered Address:** The registered address of the Corporation shall be at the place selected by the Board of Directors, as the affairs of the Corporation require.
5. **Use of Funds:** All funds and property of this Corporation shall be used and distributed exclusively for carrying out the purposes of the Corporation as set forth in Article II.
6. **Non-Profit Status:** This Corporation is organized as a State of New York non-profit corporation upon a non-stock membership basis, not involving pecuniary gain or profit for any of its members, for a term or perpetual existence.
7. **Exempt Status:** This Corporation is organized and shall be operated exclusively as an exempt organization under the provisions of Section 501 (c)(3) of the Internal revenue Code of 1954, as amended and as may be amended in the future.
8. **Fiscal year:** The fiscal year of the Corporation shall begin July 1 and end on June 30 of the following year.
9. **Power to Borrow Money:** The Corporation may borrow money, and mortgage its property or issue a promissory note or bond for repayment with interest, at the recommendation of the Treasurer and with the approval of two-thirds of the Board of Directors.
10. **Financial Statements:** The Treasurer shall, at least once each year or at the request of the Board of Directors, prepare a true statement of the assets and liabilities of the Corporation for the preceding fiscal year. The statement shall be available to any member on their request.
11. **Dissolution:** In the event of liquidation or dissolution of this Corporation, or in the event that it shall cease to carry out any of its purposes, all funds and property of the Corporation shall be distributed to non-profit corporations with purposes similar to those set forth in Article II and which are exempt organizations as set forth in Section 7 of this Article I, that the Board of Directors of this Corporation may select, and in no event shall any of the funds or property be distributed to any of the members or used for any other purpose.

Article II – PURPOSE

The purpose for which the Chautauqua County Youth Hockey Association, Inc. was incorporated is for the education and charitable purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 and particularly to instruct and train the youth of Chautauqua County and surrounding areas in the skills associated with the game of ice hockey, as well as the ideals of good sportsmanship, fair play, and respect for their fellow skaters, coaches, referees, volunteers and fans of the game.

In order to facilitate these purposes, the Corporation shall promote and sponsor schools, clinics, games, leagues, tournaments and other organized activities that foster the sound growth and development of ice hockey, other athletics and young athletes.

The Corporation shall be authorized to receive gifts, contributions, donations, bequests, fees and other charges and to apply them solely to the charitable and educational purpose of the Corporation so that the Corporation can provide programs of high quality and extend the opportunity to participate in and derive the benefits from the Corporation's programs to all the youth within our area without regard to the financial status of their parents or their race, creed or national origin.

MISSION STATEMENT: The purpose for which the Chautauqua County Youth Hockey Association, Inc. was incorporated is to instruct and train the youth of Chautauqua County and surrounding areas in the skills associated with the game of ice hockey, as well as the ideals of good sportsmanship, fair play, and respect for their fellow skaters, coaches, referees, volunteers and fans of the game. Above all else, FUN will be top priority.

Article III – Membership

Section 1: Membership

Membership dues shall be established annually by the CCYHA Board of Directors. The membership in the Corporation shall be open to all parents/guardians of youth playing hockey for a CCYHA team, and to persons actively engaged in the coaching, managing, or administering any part of the programs of the Corporation. All members are expected to take some active part in the Corporation's activities. No member shall be entitled to share in the distribution of corporation assets upon the dissolution of the Corporation. Funds contributed to CCYHA as part of a fund-raising activity do not entitle the contributor to the benefits of membership. The membership categories are:

1. **Active Membership** in the Corporation shall be granted to elected and appointed officers, directors, coaches, assistant coaches, managers, chairpersons of standing committees and a maximum of two parents/guardians for each full-paying skater registered in CCYHA programs. Active Membership shall entitle each member at least 18 years of age and in attendance at the Annual Meeting, or other secret ballot election as directed by the Board of Directors, to have one vote in the election of officers to the Board of Directors. The term of membership is the fiscal year of the Corporation. CCYHA reserves the right to refuse membership to any individual and reserves the right to release, suspend or banish any member in accordance with the procedures set forth under Article VI or in accordance with USA Hockey Rules.
2. **Youth Membership** in the Corporation shall be granted to all skaters registered in CCYHA programs.

Section 2: Right to Hold Office

Each active member at least 18 years of age is entitled to run for any position on the Board of Directors under the procedures established by these By-laws of the Corporation.

Section 3: Annual Meeting

The Annual Meeting of the active members shall be held between the January and March regular Board Meetings at a place and time determined by the Board of Directors.

Section 4: Notice of Quorum

At least fifteen (15) days prior to the Annual Meeting, written notice of the time and place shall be posted in locations frequented by the members or at the discretion of the Board of Directors may be mailed to each active member entitled to vote at the meeting, (if two active members share one mailing address, then one mailed notice will be regarded as notifying both active members). The notice of the Annual Meeting shall include the list of members selected by the Nominating Committee to run for positions on the Board of Directors, and the text of any amendments to the By-Laws that will be presented for approval at that meeting.

Section 5: Order of Business

The order of Business at the Annual Meeting, unless amended by majority vote of those present, shall be as follows:

1. Call to Order
2. Minutes of the last Annual Meeting
3. Treasurer's Report
4. Executive Committee Reports
5. Standing Committee Reports
6. Other Committee Reports
7. Nominating Committee Report
8. Nominations from the Floor
9. Election of Members to the Board of Directors
10. Other Business
11. Adjournment

Article IV – Board of Directors

Section 1: Board of Directors

A Board of Directors composed of not more than 15 elected directors shall manage the property and affairs of the Corporation. The Board of Directors shall consist of the following Officers and Directors of the Corporation; President, Travel Vice President, House League Coordinator, Coaches (ACE) Coordinator, Secretary, Treasurer, Registrar, and up to four (4) Directors at Large. The President may appoint, based on a two-thirds majority vote of the Board of Directors, up to three additional directors for a term of one year to serve special function within the Corporations. These functions may include Tournament Director and Ice Time Coordinator. The immediate past President (Advisor) shall service as the tie breaking vote during any special meetings or circumstances.

Section 2: Duties of the Board of Directors

- a. To fill any vacancies which may occur in the Executive Committee or in the Board of Directors;
- b. To manage the business, property, and affairs of the Corporation;
- c. To formulate the policies and determine the overall conduct and standards of the Corporation's program which shall be administered by the officers;
- c. To establish a budget and set fees for the Corporation's programs;
- d. To study for approval proposals to amend or revise the Corporation's By-Laws, rules or regulations or policies;
- e. To review and act upon any temporary decision by the President;
- f. To hear and rule on appeals.
- g. To act under the direction of the President.

Section 3: Regular Meetings

Regular meetings of the Board of Directors shall be held monthly at a time and place determined by the President, and indicated in the Association Handbook on the website. The Secretary shall notify all members of the Board of the date, time and place of each meeting if different than what is dictated in the Handbook.

Section 4: Special Meetings

Special meetings of the Board of Directors may be called by the President, or at the written request of the President, of at least five members of the Board. The Secretary shall notify members of the Board of the date, time and place of the meeting at least five days in advance.

Section 5: Quorum

At least seven (7) members of the Board, including at least three members of the Executive Committee, must be present to constitute a quorum at any regular or special meeting.

Section 6: Election of Directors

See Nominations Section in Article VII – Officers.

Section 7: Order of Business

The order of business at meetings of the Board of Directors shall be as follows:

- | | |
|--|-------------------------------|
| a. Roll Call of the Board of Directors | e. Standing Committee Reports |
| b. Minutes of the previous meeting | f. Other Committee Reports. |
| c. Treasurer's Report | g. Old Business |
| d. Executive Committee Reports | h. New Business |
| | i. Adjournment |

Section 8: Parliamentary Procedure

All meetings shall be governed by rules of parliamentary procedure. Roberts Rules of order shall govern questions of procedure.

Section 9: Limited Liability

No Director shall be liable in any manner for any debts or obligations of the corporation and shall not be subject to any manner of assessment by virtue of membership.

Section 10: Resignation

Any member of the Board of Directors may resign and/or withdraw from membership in the Corporation at any time, upon written notice of his/her desire to do so delivered to the President or Secretary of the Corporation. Any officer or member of the Board of Directors shall be considered to have resigned if he/she has been absent without excuse by the President for three consecutive monthly meetings of the Board of Directors. CCYHA members are to be notified of any such opening on the Board of Directors and may apply for the position. The President will appoint a CCYHA member to finish the remainder of the term, subject to approval by majority vote of the remaining Board members at the next regularly scheduled meeting.

Section 11: Expulsion

Any Director shall be subject to removal upon missing three Board meetings within a fiscal year, or failure to discharge the normal duties of a Board member, or for conduct detrimental to the Corporation, after due notice and opportunity for a hearing, by a vote of two-thirds of the Board of Directors at any regular or special meeting. The Secretary shall provide at least ten (10) days notice to the person to be expelled and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The Board shall offer the person an opportunity to be heard at the meeting and to present others to testify in his/her behalf, prior to any disposition.

Article V – Executive Committee

Section 1: Composition

The Executive Committee shall have five members and be comprised of the President, Travel Vice-President, House League Coordinator, Coaches (ACE) Coordinator, Secretary, Treasurer and Registrar. The Executive Board shall be the governing body of the Chautauqua County Youth Hockey Association. The Corporation's Advisor shall have voting authority only in situations to break a tie vote of the standing five Executive Committee members.

Section 2: Duties

The Executive Committee, under the direction of the President, shall prepare policies, programs, procedures, rules and budgets for discussion, revision, and approval by the Board of Directors.

ARTICLE VI - Disciplinary Committee

Section 1: Disciplinary Committee: The Disciplinary Committee shall be created as needed to review and act upon all disputes regarding infractions of the Corporation's By-laws, rules and regulations. The committee shall consist of the President, Travel Vice-President, House League Coordinator, and Coaches (ACE) Coordinator. Additional members of the committee may be appointed by the President. Decisions of the committee shall become final upon review and approval by Majority Vote of the Board of Directors at the next regular or special meeting. Should the Disciplinary Committee's recommendation include discipline, suspension or banishment of any head coach, assistant coach, manager, player, parent or other participant in the Association, said individual shall be entitled to a hearing as set forth in the procedures below.

Section 2: Discipline

Any Head coach, Assistant Coach, Manager, player, parent or other participant in the Association who fails to comply with, or who has allegedly violated any of the By-laws, Rules or Regulations or who has otherwise engaged in conduct unsuitable for the sport of hockey, or otherwise detrimental to the Association may be disciplined, suspended or banned from participation. Said individual shall be entitled to a hearing before the Disciplinary Committee.

Hearing procedure: The subject of the hearing, as well as other interested parties that may be included at the discretion of the Disciplinary Committee, shall be entitled to no less than 7 days notice of the convening of the hearing. The notice to the subject of the hearing shall include reasonable notice of the grounds for the proposed discipline, suspension or banishment but any additional grounds supported by the evidence presented at the hearing may be considered in reaching a decision. The notice shall also include the possible consequences of an adverse finding. The subject shall be entitled to present their case and arguments.

Conduct of the Hearing: The Disciplinary Committee may, in its discretion, hold a formal or informal hearing, hear any evidence it believes is relevant to the issues before it, place limits on the time, evidence and documentation, hear witnesses or accept written statements, establish other hearing rules so long as each party is treated in a substantially equal manner. The Disciplinary Committee is not obligated to provide a record of the hearing. If the subject desires to have a written transcript, it is the responsibility of the subject to hire and pay for a certified Court Reporter and is responsible for the cost of any transcript requested.

Decision: The Disciplinary Committee will use reasonable efforts to render its decision to the parties to the hearing within five (5) business days of the close of the hearing. Any individual subject to discipline as provided herein shall be entitled to submit a written appeal in letter form to the Board of Directors. Said Written Appeal must be hand delivered to a Board Member or post-marked within 20 days of the date of receipt by the individual of the Disciplinary Committee's written decision and mailed to the Association Post Office box. The Board of Directors shall determine said appeal by majority vote of the remaining Board Members who are not members of the Disciplinary Committee. Said Decision of the Board of Directors shall be final.

Section 3: Playing Violations - Any and all discipline for a violation of Playing Rules and assault on game officials shall be governed by USA Hockey Rules and/or applicable League Rules.

Article VII – Officers

The officers of this Corporation shall be a President, Travel Vice-President, House League Coordinator, Coaches (Ace) Coordinator, Secretary, Treasurer, Registrar, Ice-Time Coordinator, Tournament Director, Directors at Large and the Advisor (immediate past President).

The duties of each elected officer are as follows:

A. The President shall:

- * Assume responsibility for the overall direction, operation, and development of the Corporation;
- * Preside over Annual, General, Special, Executive and monthly Board meetings;
- * Be a member of the Board of Directors, Executive, and ex officio member of all committees;
- * Chair the Disciplinary Committee;
- * Appoint staff and special needs chairmen subject to approval by the Board of Directors;
- * Represent or designate suitable representation for the Corporation at meetings of all affiliates of the U.S.A. Hockey Corporation, New York State Amateur Hockey Corporation, Western New York Amateur Hockey Corporation, Great Lakes Girls Hockey League or other affiliates of U.S.A. Hockey Corporation;
- * Plan all meetings and prepare an agenda for review at least five days prior to meetings, as appropriate;
- * Sign all official documents and papers on behalf of the corporation;
- * Plan, execute, and/or supervise all publicity efforts;
- * Coordinate relations with other organizations
- * Make decisions on questions not provided for in the By-Laws or rules until the next regular or special meeting of the Board of Directors:
- * Appoint up to four (4) Directors At Large:
- * Perform such other duties as may be specially assigned by the Board of Directors.
- * Be Bonded by the Chautauqua County Youth Hockey Association, Inc.

B. The Travel Vice-President shall:

- * Preside at all meetings in absence of the President;
- * Assume responsibility, in conjunction with the President, for overall direction, operation and development of the Travel Teams of the Corporation;
- * Act as a liaison between travel teams and the President;
- * Preside over Travel meetings to be held as needed;
- * Be a member of the Board of Directors and Executive Committee.
- * Carry out any duties or assignments delegated to him/her by the President;
- * Succeed to the Presidency in the event of the resignation, death, removal, or incapacity of the President;
- * Serve as coordinator of the travel team coaches, parents and skaters and serve as a mediator to resolve disputes between travel team coaches, parents, and skaters;
- * If mediation fails to resolve any disputes, make recommendations to the President for resolving the dispute. If that also fails, the matter will be brought to the Disciplinary Committee for final resolution.
- * Be Bonded by the Chautauqua County Youth hockey Association, Inc.

C. The House League Coordinator shall:

- * Preside at all meetings in absence of the President and Travel Vice-President; Assume responsibility, in conjunction with the President, for overall direction, operation and development of the House Teams of the Corporation;
- * Act as a liaison between house teams and the President;

- *Preside over House Parents / Coaches meetings to be held at least annually between September through March as needed
- *Be a member of the Board of Directors and Executive Committees.
- *Carry out any duties or assignments delegated to him/her by the President;
- *Serve as coordinator of the house team coaches, parents and skaters and serve as a mediator to resolve disputes between house team coaches, parents, and skaters;
- *If mediation fails to resolve any disputes, make recommendations to the President for resolving the dispute. If that also fails, the matter will be brought to the Disciplinary Committee for final resolution.
- *Actively seek sponsorships of House League teams for each season.
- *May appoint an assistant to help organize and execute the house league season.

D. The Coaches (Ace) Coordinator shall:

- *Assume responsibility, in conjunction with the President, for the overall direction, operation and development of the Corporation's coaches, assistant coaches and developmental coaches;
- *Coordinate and oversee the Corporation's player try-outs and coach selection processes;
- *Be a member of the Board of Directors and Executive Committees;
- *Attend ACE Coordinator meetings held within USA Hockey's organization.
- *Act as liaison between all coaches and the President;
- *Preside over Coaches Committee meetings as needed;
- *Work to develop standard coaching practices for each skill level that focuses the coaching effort to build skill development through each level;
- *Assist the Travel Vice President and House League Coordinator in resolving disputes involving the Corporation's coaches.

E. The Secretary shall:

- *Be a member of the Board of Director and Executive Committees.
- *Take the official minutes of the Regular, Special, Executive, Annual and monthly Board meetings of the Corporation;
- *Post at the home ice rink and on the Corporation's official Internet website, the approved minutes of the Regular, Special, Executive, Annual and monthly Board meetings of the Corporation;
- *Send out and post official notices of meetings to the Officers, Executive Committee, Board and other interested parties;
- *Be available to the Officers to write and send out correspondence and announcements

F. The Treasurer shall:

- *Pay all bills approved by the Board of Directors and maintain all corresponding payment records;
- *Receive all payments to the Corporation and maintain all corresponding records;
- *Upon approval of the Board of Directors, have authority to open and close account and make financial transfers as necessary;
- *Prepare reports of financial status for each monthly Board meeting;
- *Oversee fund raising efforts and make recommendations for fund raising programs;
- *Be a member of the Board of Directors and Executive Committee;
- *Prepare annual financial statements;
- *Prepare and file all necessary Internal Revenue forms and documents.
- *Be Bonded by the Chautauqua County Youth Hockey Association, Inc.

G. The Registrar shall:

- *Assist the Treasure in all duties;

- *Be a member of the Board of Directors, Executive and Financial Committees if necessary;
- *Conduct and oversee travel and house registration for the Corporation;
- *Accurately maintain records of all registered skaters and registration fees collected and fees to be collected using time payments;
- *Inform the President, Travel Vice President and House League Coordinator and applicable coaches of skaters that are delinquent in paying registration fees.
- *Be Bonded by the Chautauqua County Youth Hockey Association, Inc.

I. The Tournament Director shall:

- * Be appointed by the President Annually to be responsible for organizing and chairing a committee, and execute the Annual Mid-Winter Classic hockey tournament.
- *Be a member of the Board of Directors.

J. The Ice-Time Coordinator shall:

- *Be appointed by the President to be responsible for the organizing and executing of regular season, and post-season scheduling of ice-time, and on-ice officials for games of the organization.
- *Be a member of the Board of Directors

K. The Advisor shall:

- *Be the immediate past President of the Corporation and assist the current President in his/her performance;
- *Provide the tie-breaking vote in General, Executive and Board Meetings.

L. The Directors at Large (up to 4) shall:

- *Be appointed by the President Annually;
- *Be members of the Board of Directors;
- *Serve on Committees and/or perform specific duties as designated by the President.

Method of Election: Officers and members of the Board of Directors shall be elected by a majority vote of those members present at the Annual Board meeting. The members present at the election meeting shall constitute a majority. Election procedures shall be followed in the CCYHA Handbook.

Term of Office: The positions of President, House League Coordinator, Registrar and Treasurer will be open for elections at the Annual Meeting for the 2010-2011 season, the positions will be effective July 1, 2010, and will be two-year terms. The positions of Travel Vice-President, Secretary and Coach's (ACE) Coordinator will be open for elections at the Annual Meeting for the season 2011-2012, the positions will be effective July 1, 2011, and will be two-year terms. These groups were designated in order that at no time will there be a completely new Board of Directors. Directors-at-Large, Tournament Director and Ice-Time Coordinator positions will remain one-year appointed terms. This will result in better continuity of our organization.

Resignations: In the event of resignation by the President, the Travel Vice-President will fill the office. When any other vacancies occur on the Board of Directors, such vacancies shall be appointed by *the President subject to* the Board of Director's approval by a majority vote of the remaining Board members for the position's remaining term. Said vote to take place at the next regularly scheduled Board meeting following the President's appointment of the new Board Member.

Article VIII: Committees

Section 1: Special Committees

The President, or a majority vote of the Board, may establish various committees for specific purposes as necessary. The chairperson shall be appointed by the President and may be an active, or, non-active member of the Corporation, and the committee may meet as required for its purposes. The chairperson may not be a member of the Executive Committee. A report on its membership and activities shall be submitted to the Annual Meeting. The committee shall terminate at the completion of its assignment or at the next Annual Meeting.

Article IX – Amendments to the By-Laws & Association Information and Policy Handbook

The Board of Directors may amend these By-Laws as needed, subject to presenting the amendment(s) at the next regular, annual or special meeting and voting on the amendment at a subsequent regular, annual or special meeting. The approval of majority vote of those members present at the meeting is required to pass the amendment(s).

Any amendments to the Association Information and Policy Handbook may be made by the Board of Directors by a majority vote of the members of the Board of Directors.

Any changes in either the By-Laws or Association Information and Policy Handbook must be indicated in the electronic “Master Copy” which shall be kept with the President. The updated By-Laws and Handbook must be available on the official organization Internet website in a timely matter.

Article X - Certification

These By-Laws and the current version of the CCYHA Information and Policy Handbook were approved by the membership of the Corporation on April 28, 2010. To date these By-Laws have not been amended by the Board of Directors or at an Annual Meeting of the Corporation membership.