

Revised March, 2016

**BYLAWS OF  
GOODVIEW-WINONA AREA HOCKEY ASSOCIATION  
a/k/a WINONA AREA YOUTH HOCKEY ASSOCIATION**

**ARTICLE I - DUTIES OF THE OFFICERS/MANAGERS**

SECTION 1. President - The president shall preside at all meetings of the Association and the Board of Directors. The President shall appoint the chairperson of each standing committee and shall be an ex officio member of each committee. The President shall conduct business affairs and carry out policy as directed by the Board. The President shall appoint such special committees as required by the affairs of the Association. The President shall be authorized to sign checks for payments authorized by the Board of Directors in the absence of the Treasurer. The President shall oversee payment of all bills. The President may only vote in case of a tie.

SECTION 2. Vice President – In the absence of the President, the Vice President shall exercise all of the functions and duties of the President and shall be vested with all of his/her powers. The Vice President shall be a member of the Program Committee.

SECTION 3. Secretary - The Secretary shall keep, or cause to be kept, the Minutes of the annual meeting and meetings of the Board of Directors. He/she shall have custody of all books and records of the Association except those of the Treasurer. The Secretary shall prepare an agenda for the Annual Meeting and for Board of Directors Meetings in conjunction with the President. The Secretary shall notify the general membership prior to the Annual Meeting. The Secretary shall be a member of the Registration Committee. The Secretary shall keep an accurate record of elected board members, i.e. date elected, length of term, number of terms served, etc.

SECTION 4. Treasurer - The Treasurer shall have custody of the general operational funds of the Association and shall keep an accurate record of the receipts and expenditures and shall pay out funds as authorized by the Board of Directors. He/she shall pay out funds as authorized by the Board of Directors. He/she shall submit, or cause to be submitted, at each regular meeting of the Association a report of complete financial conditions and at the Annual Meeting submit a complete Annual Report of Financial Conditions. The Treasurer shall validate checks for payments as authorized by the Board of Directors by giving a detailed listing of all bills to be paid by the 15th of the month. The Treasurer shall be a member of the Finance Committee.

SECTION 5. Immediate Past President – The Immediate Past President shall provide advice and leadership regarding past practices to assist in governing the Association. The Immediate Past President can perform the duties of the President in the absence of the President.

SECTION 6. Gambling Manager - The Gambling Manager shall have custody of all funds of the Gambling Account and shall keep an accurate record of the receipts and expenditures and shall pay out funds as authorized by the Board of Directors. He/she shall submit, or cause to be submitted, at each regular meeting of the Association a report of complete financial conditions and at the annual meeting submit a complete Annual Report of Financial Conditions. The Gambling Manager shall validate checks for payment as authorized by the Board of Directors.

March 2016

SECTION 7. Rink Manager - The Rink Manager shall perform his/her duties in accordance with the Contract between the City of Winona and Rink Manager.

SECTION 8. Referee in Chief - The Referee in Chief shall be responsible for an adequate supply of trained and competent officials who are available to insure each competing team equal treatment under the rules. The Referee in Chief shall provide a program of instruction and training for officials.

## **ARTICLE II - DUTIES OF DIRECTORS**

SECTION 1. The Directors may vote to fill all vacancies occurring on the Board of Directors of the Association until election for such office is held at the Annual Meeting and the one so elected shall finish the remainder of that person's term.

SECTION 2. Directors are required to attend scheduled and special Board of Directors meetings and failure to attend three consecutive meetings, without reason, may lead to termination of Board Member by the President.

SECTION 3. The Board of Directors shall appoint one member of its Association as League Representative, representing the Association at district meetings.

## **ARTICLE III - STANDING COMMITTEES**

SECTION 1. Officers may serve on committees, and may be chairperson of any committee. Special committees shall be appointed by the President.

SECTION 2. Finance Committee - The finance committee shall direct the work of securing the necessary funds to maintain programs of the Association with Board approval. The committee shall maintain records, direct mailings and acknowledge receipts from all donors. This committee shall prepare an annual budget and submit same for Board approval. The treasurer of the Association shall be a member of this committee.

SECTION 3. Registration Committee - The Registration Committee shall be responsible for player registration and the maintenance of current player rosters. This committee shall maintain a current list of Association voting members. The chairperson of this committee shall be registrar. The Secretary shall be a member of this committee.

SECTION 4. Facilities Committee - The Facilities Committee shall coordinate the service, maintenance and construction of all facilities used by the Association. This committee shall have charge of coordinating the selection and maintenance of all building equipment purchased by the Association for the arena. Prior to purchasing building equipment or making additions or structural changes this committee shall submit a total inventory of building equipment needed to the Board for approval of such equipment or structural change purchase.

SECTION 5. Hockey Program Committee - The Hockey Program Committee shall coordinate all scheduling of the hockey programs to ensure each competing team an appropriate opportunity to use the facilities available including all tournaments and selection of all coaches. This committee shall have charge of the coaching program and the training and orientation of all coaches involved in the Association. This committee shall appoint the Coach Coordinator, and there shall be representatives from each of the divisions of play, including the high school programs. The committee shall appoint the Chief Referee representing the Association. The Vice President shall be a member of this committee.

SECTION 6. Marketing Committee - The Marketing Committee shall have charge of all advertising and publicity of the Association. The Marketing Committee shall gather and organize all of the game score sheets for all games played by competing teams.

SECTION 7. Fund Raising Committee - This committee shall direct the work of securing the necessary funds through fund raising activities to maintain programs of the association with board approval. The annual calendar sales and sponsorships program will be directed by this committee.

SECTION 8. Volunteer Committee – The Volunteer Committee will be responsible for supervision of parent volunteers throughout the season. The Committee will also be responsible for the maintenance and tracking of the Dibs system.

SECTION 9. Nominating Committee – The Nominating Committee will be responsible for seeking out qualified individuals to serve as Board members, Committee chairs, and Coordinators. The President of the Board will serve on the Nominating Committee.

#### **ARTICLE IV - MEMBERSHIP**

SECTION 1. Voting membership shall be open to any person who is 18 years of age or older and who:

- A. Has one (1) or more dependents in the Goodview-Winona Hockey program, or;
- B. Has one (1) or more dependents in the Senior High School/Cotter Hockey program, or;
- C. Is a coach or assistant coach in the Goodview-Winona Hockey program, or;
- D. Is a coach or assistant coach in the Winona Senior High School/Cotter Hockey program, or;
- E. Is a coach or assistant coach in the St. Mary's College Hockey program, or;
- F. Is the Referee in chief or an official in the Goodview-Winona Hockey program, or;
- G. Is holding the office of Rink Manager, or;
- H. Is holding the office of Gambling Manager, or;
- I. Would pay an annual membership fee as set in Article V, Section 1.

SECTION 2. To be an eligible voting member, the individual must meet at least one of the parameters (set in Article IV, Section 1.) for the Goodview-Winona Hockey Association current fiscal year running from April 1, to March 31.

SECTION 3. Each voting member shall have one (1) vote on each matter brought before the Annual Meeting of the membership.

SECTION 4. Honorary membership in the Goodview-Winona Hockey Association shall be open to all persons who are 18 years of age or older, and who are interested in the promotion of ice hockey. Honorary members do not have voting privileges.

SECTION 5. Membership in the Association shall be open to all persons without regard to race, color, sex, ethnic background, creed, or economic circumstances.

SECTION 6. It shall be the responsibility of every voting and honorary member to cooperate to their fullest ability to assure the proper function of the Association.

#### **ARTICLE V - DUES**

SECTION 1. Annual membership dues for individuals not meeting the criteria in Article IV, Section 1., A through H, shall be established by the Board of Directors, and ratified by the membership.

#### **ARTICLE VI - DIRECTORS AND OFFICERS**

SECTION 1. The Board of Directors shall be elected at the Annual Meeting, and shall consist of no less than 8, and no more than 14, voting members of the Association. No one previously convicted of a felony may serve on the Board of Directors.

SECTION 2. The officers of the Association shall consist of the President, the Vice President, the Secretary, and the Treasurer, and must be members of the Board of Directors.

SECTION 3. One third of the Directors shall be elected annually at the first meeting of the members by the members and each director shall hold office for a term of three (3) years and until his/her successor has been elected and qualified, or until removal as provided herein. After a director completes their first term, the Nominating Committee may extend additional terms to a Director in the interest of standardization and consistency or if the Committee determines that such additional terms are in the best interest of the Association. Each director is limited to three consecutive terms on the Board. Directors shall not be paid for their services to the Association as Directors.

SECTION 4. Any vacancy occurring on the Board may be filled for the remainder of the year by an Association member who is appointed by the President and approved by a majority of the Board. An individual will be elected by the Association to fill the remainder of the vacated term at the next Annual Meeting.

SECTION 5. In addition to the method provided in the Minnesota Statutes, Section 317.20 (10)(2), a director may be removed for cause by majority vote of all other directors at a meeting called for that purpose, at which meeting he/she shall be entitled to answer charges of cause for removal.

SECTION 6. A quorum of the Board of Directors shall consist of as many members as can be depended upon for being present at all meetings when the weather is not exceptionally bad.

SECTION 7. A voting member of the Association who is elected to the Board, and while serving their term would cease to qualify as a voting member, (see Article IV, Section 1.) shall be allowed to complete their term.

## **ARTICLE VII – COORDINATORS**

SECTION 1. The Board shall seek volunteers from the Association on a regular basis for the purpose of serving as Coordinators in several roles throughout the hockey season. Coordinators will work with Committee Chairs to carry out the responsibility of their position. Coordinator will be eligible for credit towards annual volunteer hour requirement. On occasion, certain Coordinator positions may be filled by Board members and not be available to be filled by Association members.

SECTION 2. Applications for Coordinator positions will reviewed and assigned by the Nominating Committee.

SECTION 3. Specific Coordinator positions will be created and duties will be defined by the relevant Committee.

## **ARTICLE VIII - MEETINGS**

SECTION 1. The Association shall hold an Annual Meeting, place and date of which shall be selected by the Board and a ten (10) day notice shall be given to all members of the Association. Special meetings may be called by the President, or a majority of the Board.

SECTION 2. A quorum at the Annual Meeting shall consist of as many members as can be depended upon for being present at the meeting when the weather is not exceptionally bad.

## **ARTICLE IX - FINANCIAL MATTERS**

SECTION 1. The Board of Directors of this Association shall cause to be kept:

- (1) records of all proceedings of the Board of Directors and the Executive Committee, if any; and
- (2) such other records and books of account as shall be necessary and appropriate to the conduct of the Association business.

SECTION 2. The Board of Directors shall cause to be kept at a place designated by the Board, from time to time, originals or copies of:

- (1) records of all proceedings of the Board of Directors and Executive Committee, if any;
- (2) all financial statements of this Association; and
- (3) Articles of Incorporation and By-Laws of this Association and all amendments and restatements thereof.

SECTION 3. The Board of Directors shall cause to be established and maintained, in accordance with generally accepted accounting principles applied on a consistent basis, an appropriate accounting system for this Association. The Board of Directors shall cause the records and books of account of this Association to be audited, at least once in each fiscal year, and at such other times as it may deem necessary or appropriate, and may retain such person or firm for such purposes as it may deem appropriate.

SECTION 4. The Board of Directors of this Association may at any time, and from time to time by resolution adopted by two-thirds (2/3) of the total number of directors present at any regular or special meeting, provide for the payment or reimbursement of expenses incurred by any director, officer, or agent of this Association for personal services rendered to this Association by, or for any expenses necessarily paid or incurred by, any such director officer, or agent, but only if and to the extent that the performance of such service or the incurrence of such expenses is directly in furtherance of the charitable purposes of this Association and the compensation or the amount of expenses paid or reimbursed, as the cause may be, is reasonable and not excessive.

SECTION 5. The fiscal year of the Association shall be determined by the Board of Directors.

SECTION 6. All checks, drafts, or other orders for the payment of money and all notes, bonds or other evidences of indebtedness issued in the name of this Association shall be signed by such officer or officers, agent or agents, of this Association and in such a manner as may, from time to time, be determined by resolution of the Board of Directors.

SECTION 7. No officer, director, or member of the Association shall disperse any funds or monies in his/her keeping and belonging to the Association nor shall he/she authorize such dispersal or incur any debt in the name of the Association without authorization of the Board of Directors.

SECTION 8. No person shall use the name or official insignia of the Association for other than strictly Association purposes.

#### **ARTICLE X - WAIVER OF NOTICE**

Whenever notice of any meeting is required to be given by these By-Laws or any of the corporate laws of the State of Minnesota, such notice may be waived in writing, signed by the person or persons entitled to such notice, whether before, at, or after the time stated therein or before, at, or after meeting.

## **ARTICLE XI - AMENDMENTS**

The Board of Directors may amend this Association's Articles of Incorporation, as from time to time amended or restated, to include or omit any provisions which could lawfully be included or omitted at the time such amendment or restatement is adopted. Any number of amendments, or an entire revision or restatement of the Articles of Incorporation or By-Laws, may be submitted and voted upon at the single meeting of the Association membership after ten (10) days written notice of the meeting stating purpose thereof and be adopted at such meeting, a quorum being present upon receiving the affirmative vote of the majority of the total number of members of this Association.