



Indiana Youth Hockey Association (IYHA)

Constitution & By-Laws

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ARTICLE I Legal Name

The name of this organization shall be the Indiana Youth Hockey Association (IYHA), and referred to herein as "Corporation" or "Association".

ARTICLE II Purpose

The Indiana Youth Hockey Association is founded to advance and promote the ideals and aims of youth ice hockey in Indiana County. The Corporation is a qualified amateur sports organization whose sole purposes are charitable and educational, and it is formed to perform these purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provisions of these By-Laws, the Corporation shall not carry on any other activities not permitted to be carried on either by a corporation exempt from Federal income tax under the Internal Revenue Code, or be a corporation, contributions to which are deductible under the Internal Revenue Code. The purposes for which this Corporation exists shall include:

1. To support, encourage, and cooperate with the Indiana Recreation and Parks Department and/or the Indiana Ice Center management in youth ice hockey activities and programs.
2. To develop character, sportsmanship, and physical fitness among the youth of Indiana County.
3. To promote, encourage, and improve the standard of amateur ice hockey.
4. To associate with other ice hockey associations who have similar purposes.
5. To conduct an amateur ice hockey program consistent with the rules and regulations of the USA Hockey Federation and the Pittsburgh Amateur Hockey League (PAHL).
6. To perform or participate in any and all activities that will aid in reaching these objectives.

ARTICLE III Membership

Section 1 ACTIVE MEMBERSHIP

An active member of the Corporation is:(1) a parent, step-parent, guardian or other person who pays 50% or more of the annual registration fee of any child participating in the youth ice hockey programs operated by the Corporation, or (2) any other interested individual who pays an annual membership fee and is accepted by a majority vote of the Board of Directors of the Corporation or (3) any coach participating in the program that does not have a child registered. The term of membership is the fiscal year of the Corporation. Funds contributed to the Corporation as part of a fundraising activity do not entitle the contributor to benefits of

membership.

Section 2 TERM

Members retain membership from the date of admission as a Member until the end of the fiscal year of the corporation during which such individual becomes a Member and may be renewed annually so long as the individual qualifies to be a Member as described in the Article. The fiscal year is defined as starting and stopping with the Annual meeting/banquet.

Section 3 FEES

All Members must pay an annual fee as determined by the Board of Directors in order to obtain or maintain membership in the Corporation. Such fee is included in fees charged by the Corporation for participation in any hockey programs operated by or sponsored by the Corporation. The fee is waived for coaches who do not have any children participating in the program.

Section 4 EXPULSION

Any active member may be expelled, after due notice and an opportunity for a hearing, for conduct detrimental to the Corporation, by a vote of two-thirds (2/3) of the Board of Directors. The secretary shall provide at least ten days noticed to the person whose conduct is in question and to members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at the meeting and to present others to testify on his or her behalf, prior to any final disposition by the Board.

Section 5 VOTING

Each active member of the Corporation who is in attendance at the Annual Meeting or any Special Meeting shall be entitled to one vote by voice or show of hands, except in the case of the election of members to the Board of Directors of the Corporation, of which such vote shall be by secret ballot. Each family unit is entitled to one vote. Voters must be over the age of 18. Votes shall be counted by the Sergeant at Arms as described in Articles IV and V and overseen by at least 2 other members of the Corporation not on the current board or up for election to the board of directors.

Section 6 RIGHT TO HOLD OFFICE

Each active member at least eighteen (18) years of age is entitled to run for a position on the Board of Directors under the procedures established by these By-Laws, and, if elected, to run for any office on the Executive Committee of the Board. No more than one partner, owner, or salaried employee of any management organization of any ice rink utilized by this Corporation, shall be permitted to serve on the Board of Directors. Notice of a desire to serve on the Board of Directors should be submitted on the proper form no later than March 1 each year.

ARTICLE IV ANNUAL MEETING

Section 1 NOTICE, QUORUM AND ACTION

There shall be an annual meeting of the Corporation held each spring at the conclusion of the

hockey season. The annual meeting will be conducted according to Robert's Rules of Order as interpreted by the Sergeant at Arms.

1. The Time and place of the annual meeting will be determined by the Board of Directors and announced publicly at least fifteen (15) days prior to the meeting. Such announcement shall include the agenda for the meeting, nominations to the Board of Directors as determined by the Nominating & Governance Committee, and any required reports to be included in a consent agenda item.
2. The annual meeting shall be open to all members in good standing.
3. Active members present at the Annual Meeting shall constitute a quorum. Membership action shall be authorized by a simple majority of the votes cast. Proxy votes are not accepted.

Section 2 ORDER OF BUSINESS

The order of business at the Annual Meeting shall consist of the following:

1. Call to Order
2. Minutes of the last Annual Meeting and any duly called Special Meetings of the Corporation.
3. Treasurer's Report
4. President's Report
5. Standing Committee Reports
6. Ad Hoc Committee Reports
7. Election of Members to the Board of Directors
8. Other business
9. Adjournment

At the discretion of the sitting President, a consent agenda may be prepared to incorporate motions to approve the Minutes of the last Annual Meeting, the Treasurer's Report and any or all Standing and Ad Hoc Committee reports. The consent agenda, including the financial report and the written reports from each committee included in the consent agenda, shall be prepared and included in the notice to the Membership of the Annual Meeting.

Section 3 FINANCIAL REVIEW

Prior to each Annual Meeting, a Finance Committee consisting of a minimum of one Board member and two individuals from the Corporation with accounting experience will review the financial records of the Corporation. The Treasurer of the Corporation will be available during this time to turn over all records to the committee and to answer any questions the committee may have. The President may attend any meeting of the Finance Committee but may not be a voting member.

Section 4 NOMINATIONS TO THE BOARD

Prior to each annual meeting, and after March 1 of the current year, the Nomination & Governance Committee, as defined in Article IX, Section 4 (C) shall meet to review applications for board positions to be open at the conclusion of the fiscal year. A slate of nominations to be voted on at the Annual Meeting will be presented to the Board of Directors at least 30 days prior

to the Annual Meeting. There will be no nominations from the floor during the meeting.

ARTICLE V SPECIAL MEETINGS OF THE CORPORATION

Special meetings of the Corporation may be held at various times throughout the year. All special meetings will be conducted according to Robert's Rules of Order as interpreted by the Sergeant at Arms.

1. A special meeting of the membership may be called at any time by the president, or upon written request signed by three (3) Board members, or upon written request signed by twenty (20) members of the Corporation.
2. The time and place of any special meeting will be determined by the Board of Directors.
3. Notice of such meeting, showing the purpose thereof and including an agenda, shall be given in writing to the membership not less than ten (10) days prior to the meeting.
4. Active members present at any Special Meetings shall constitute a quorum. Membership action shall be authorized by a simple majority of the votes cast. Proxy votes are not accepted.

ARTICLE VI BOARD OF DIRECTORS

Section 1 BOARD OF DIRECTORS

The property and affairs of the Corporation shall be managed by a Board of Directors composed of not less than six (6) nor more than fifteen (15) elected directors.

Section 2 ELECTION OF DIRECTORS

1. Directors shall be elected from the slate of nominees presented by the Nominating & Governance Committee at the Annual Meeting to a term of up to three years. A Director may be re-elected to consecutive terms.
2. When a position is vacant due to resignation or expulsion of a Director, the Board of Directors shall appoint a replacement member to complete the remainder of the fiscal year. The vacancy shall be filled for any remaining years of the term by the elected nominee receiving the fewest votes at the first annual meeting after the vacancy is created by resignation or expulsion. Should more than one vacancy exist, the elected nominee with the second least votes shall fill the 2nd shortest vacancy, the elected nominee with the third least votes shall fill the 3rd shortest vacancy
3. Only one member per household may serve on the Board of Directors at any one time.
4. No nominations from the floor at the time of the vote will be accepted.

Section 3 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 his position.

Section 4 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.

Section 5 EXPULSION

Any Director shall be subject to removal upon missing three Board meetings within a fiscal year without reasonable cause, or for 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 (2/3) of the Board of Directors at any regular or special meeting. The secretary shall provide at least ten (10) days notice to the Director in question and to members of the Board prior to the regular or special meeting at which the matter is to be resolved. The person shall be offered an opportunity to be heard at the meeting and to present others to testify in his/her behalf, prior to any final disposition by the Board.

Section 6 DUTIES OF THE BOARD OF DIRECTORS

The duties of the Board of Directors shall include:

1. To elect the officers of the Corporation from within the Board of Directors. These officers constitute the Executive Committee.
2. To fill any vacancies, which may occur in the Executive Committee, or in the Board of Directors.
3. To manage the business, property, and affairs of the Corporation.
4. To formulate the policies and determine the overall conduct and standards of the hockey program which shall be administered by the Directors.
5. To establish a budget and set fees for the hockey program.
6. To provide liaison with organizations promoting hockey in the Indiana County area including:
 - a. High School Hockey (Redline Club)
 - b. Indiana Recreations and Parks Department
 - c. Indiana Ice Center (White Township Recreation Complex)

The liaison to each of these groups shall be appointed from the Board of Directors. The liaison for each group is responsible for communication with this group and for reporting the group's activities and concerns to the Board.

7. To deliberate and approve proposals to amend or revise the Corporation's By-Laws, rules, policies or regulations

8. To review and act upon any temporary decision made by the President.
9. To hear and rule on appeals.
10. The Board of Directors must be provided with DIRECTORS AND OFFICERS LIABILITY INSURANCE purchased through or equivalent to that offered by USA Hockey.
11. To establish and maintain a Policy & Procedures Manual to address the day to day operations of the program.

Section 7 REGULAR MEETINGS

The Board of Directors shall conduct its regular meetings on an annual schedule set by the President. Meetings shall be scheduled monthly, however, such meetings may be postponed and/or cancelled in the months of May and June. Notice of such postponement shall be posted on the IYHA website or provided by email to the membership not less than five (5) days prior to the scheduled meeting. All meetings will be conducted according to Robert's Rules of Order as interpreted by the Sergeant of Arms of the Corporation.

1. All regular meetings of the Corporation are open to the public.
2. Unless otherwise agreed to by a majority of the Board, any member of the Corporation or the general public ("Speaker") who wishes to address the Board at one of its regular meetings must notify the President of the Corporation at least forty-eight (48) hours in advance of the meeting.
3. Speakers will be recognized by the Board at the appropriate place in the agenda for public speakers.
4. Members of the Corporation or general public who wish to comment on business of the Corporation or who have information to bring forward during the business meeting must be recognized by the President and accepted by a majority of the Board of Directors prior to speaking.

Section 8 QUORUM AND ACTION

A meeting of the Board of Directors shall not be organized for transaction of business unless five (5) of the Directors entitled to cast a vote on business are present. Board action shall be authorized by a simple majority vote cast at a duly organized meeting of the Directors by those Directors entitled to vote thereon.

Section 9 ORDER OF BUSINESS

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

1. Roll call of the Board of Directors
2. Minutes of the previous meeting
3. Approval of order of business
4. Treasurer's Report
5. President's Report

6. Communications
7. Standing Committee Reports
8. Ad hoc Committee Reports
9. Scheduled speakers
10. Old Business
11. New Business
12. Adjournment

Section 10 Electronic Meetings

Notwithstanding any provision to the contrary herein, any meeting, regular or special, may be held by telephone / speaker phone / video conference / internet conferencing or similar electronic communication equipment so long as all directors can hear one another, and those participating receive and vote on the same information. All such directors participating electronically shall be deemed to be present, in person, at such meeting.

ARTICLE VII EXECUTIVE COMMITTEE

The Executive Committee shall consist of the following positions: President; Vice President; Secretary; Treasurer; Sergeant at Arms; and the Registrar.

PRESIDENT

The duties and responsibilities of the President of the IYHA shall include, but not be limited to, the following:

1. To preside at all regular or special meetings of the IYHA Board as well as to preside over the Annual Meeting and any special meetings of the full membership of the Corporation
2. To present a written agenda for all meetings
3. To make decisions on questions not provided for in the By-Laws or Rules, Policies and Procedures until the next regular meeting or special meeting of the Board
4. To represent, or designate representation, for the Corporation, subject to the approval of the Board.
5. To serve as member of all IYHA committees except as otherwise provided.
6. To chair the Discipline Committee
7. To represent or designate a representative of IYHA at all regular and special meetings of the Pittsburgh Amateur Hockey League.
8. To represent the IYHA in all USA Hockey communication in conjunction with the IYHA registrar.
9. To represent IYHA or designate a representative for the Mid-Am District.

10. To provide an annual report of the affairs of the Corporation, to be presented to the membership at the annual meeting.
11. To coordinate all activities associated with hosting PAHL Playoff games.
12. Any other such duties as may be designated by the Board of Directors.

VICE PRESIDENT

The duties and responsibilities of the Vice President shall include, but not be limited to, the following:

1. To assume the duties and powers of the President in his/her absence.
2. Any other such duties as may be assigned by the President or the Board of Directors.

SECRETARY

The duties and responsibilities of the Secretary shall include, but not be limited to, the following:

1. To record the attendance and minutes of all regular and special meetings of the Board or the membership.
2. To advise the Board of the active status of its members and to report to the Board those members who have three consecutive unexcused absences.
3. To prepare and distribute to the Board of Directors a written copy of the business of the Corporation as conducted at all regular and special meetings and to post in a public place the minutes of the Corporation for the membership at large.
4. To assume the responsibility for the Corporation's correspondence.
5. To notify the membership of the Corporation of the date, time and location of regular monthly meetings, any special meetings and the annual meeting. Notification shall be posted as provided herein one week prior to the meeting date.
6. To notify the members of the Board of Directors of all regular and special meetings of the Corporation.
7. To place in the Corporation archives one copy of the minutes of each regular and special meeting of the Corporation.
8. Any other such duties as may be specifically assigned by the President or Board of Directors.

TREASURER

The duties and responsibilities of the Treasurer of the Corporation shall include, but not be limited to, the following:

1. To receive all funds due the Corporation and deposit them into either the IYHA checking account or the IYHA savings account.
2. To pay the rightful obligations of the Corporation, as directed by the Board of Directors.
3. To receive and give receipts for monies due and payable to the Corporation from any source.
4. To provide written monthly budget reports at the regular Board meetings.
5. To prepare and file any financial reports that may be required by state or federal regulations,
6. To keep and maintain ledgers and other books of account, which may be audited at the request of the Board of Directors.
7. To inform the Board of late or delinquent fees owed the Corporation so that the Board of Directors can enforce its policies regarding late or delinquent fees.
8. To secure directors and officers insurance for the Board of Directors of the Corporation and to renew such insurance on an annual basis.
9. To renew "Small Games of Chance" license on an annual basis.
10. To provide an annual written report of the affairs of the Corporation, to be presented to the membership at the annual meeting.
11. Any other such duties as may be specifically assigned by the President of the Board of Directors.

SERGEANT AT ARMS

The duties and responsibilities of the Sergeant At Arms shall include, but not be limited to, the following:

1. To ensure order at all meetings of the Corporation by applying Robert's Rules of Order to the proceedings and to adjudicate any disputes that may arise therein.
2. To receive nominations and conduct elections on behalf of the Corporation.
3. To represent the Corporation in any legal matters that may arise and to seek legal counsel on behalf of the Corporation if the need arises.
4. Any other such duties as may be specifically assigned by the President or the Board of Directors.

REGISTRAR

The duties and responsibilities of the Registrar shall include, but not be limited to, the following:

1. To receive and register all memberships of the Corporation.
2. To coordinate team rosters and player registration.
3. Prepare and distribute the various PAHL team books containing the individual team rosters, player birth certificates and player/coaches IMR's.
4. To ensure the integrity of each team's PAHL classification (AA, A, B).
5. To coordinate jersey and sock orders and the assignment of player numbers prior to the start of each season.
6. Any other such duties as may be specifically assigned by the President or the Board of Directors.

ARTICLE VIII DUTIES AND RESPONSIBILITIES OF THE DIRECTORS

In addition to the Executive Committee, each director is assigned specific responsibilities by the President to be completed on behalf of the Corporation. Each director reports the actions and activities of their committees to the Board of Directors at all regular meetings of the Corporation.

SCHEDULING DIRECTOR

The Scheduling Director's duties shall include, but not be limited to, the following:

1. To schedule ice time to meet Corporation needs including game and practice ice.
2. To distribute the travel team ice hours equitably among the travel teams.
3. To formulate and announce the travel tryout schedule
4. To coordinate the scheduling of all Referees for all Corporation programs.
5. To serve on the Hogan Tournament Committee.
6. To coordinate the scheduling of Emergency Medical Technicians for Corporation activities where EMT'S are required.
7. To report at monthly meetings.
8. Any other such duties as may be assigned by the President of the Board of Directors.

COACHING

The Coaching/Travel Director's duties shall include, but not be limited to, the following:

1. To ensure strict compliance with the coaching requirements and obligations in the Policy & Procedures Manual.

2. To chair the Head Coaches Selection Committee for the PAHL teams.
3. To distribute information concerning hockey clinics, including coaching and officiating clinics, to members of the Corporation and to coordinate participation by IYHA members in such clinics.
4. To be represented on the Discipline Committee.
5. To formulate rule and policy recommendations concerning the operation of the program to be considered by the Board of Directors.
6. To coordinate, organize and run tryouts.
7. To report his/her activities to the Board at monthly meetings.
8. Any other such duties as may be assigned by the President of the Board of Directors.

PLANNING DIRECTOR

The duties of the Planning Director shall include, but not be limited to, the following:

1. To prepare an annual written budget for presentation to the Board of Directors.
2. To assist the Vice President with planning and coordinating fundraising activities.
3. To participate on the Hogan Tournament Committee.
4. To ensure that each team has a first aid kit, pucks and water bottles available.
5. To report to the Board of Directors at each monthly meeting.
6. Any other such duties as may be specifically assigned by the President or the Board of Directors.

COMMUNITY RELATIONS & MARKETING/MEDIA DIRECTORS

The duties of the Community Relations and Marketing/Media Directors shall include, but not be limited to, the following:

1. To maintain the Corporation webpage and online registration.
2. To announce through all appropriate means the activities of the Corporation including, but not limited to, regular and special meetings, the annual meeting, registration, league schedules and fee payment schedules.
3. To oversee the production of any publications of the Corporation including, but not limited to, brochures and posters.
4. To promote the goals and mission of the Corporation seeking publicity for its programs and accomplishments in local newspapers and radio stations.

5. To report to the Board at each monthly meeting.
6. Any other such duties as specifically assigned by the President or Board of Directors.

DIRECTOR OF SPECIAL EVENTS

The duties of the Director of Special Events shall include, but not be limited to, the following:

1. To coordinate participation in away tournaments by Corporation Teams.
2. To organize the annual end-of-the-season banquet for the Corporation.
3. To secure bids from and schedule photographers as needed by the Corporation.
4. To serve on the Hogan Tournament Committee.
5. To report to the Board at each monthly meeting.
6. Any other such duties as specifically assigned by the President or Board of Directors.

IX COMMITTEES

Section 1 COMMITTEE MEMBERS

Each committee shall consist of a chairperson, who is a member of the Corporation, and at least two other members of the Corporation. Members may serve on more than one committee.

Section 2 MEETINGS

Each standing committee is required to meet formally at one (1) time prior to the Annual Meeting. A committee member should be delegated to take attendance and minutes at any committee meetings.

Section 3 ANNUAL REPORT

Prior to the Annual Meeting, each chairperson of a standing committee shall file a written report with the Secretary of the Corporation on the committee's membership, activities and recommendations. The secretary shall make such reports available to any Corporation member at his/her request.

Section 4 STANDING COMMITTEES

Standing Committees are established to assist in the operation of the Corporation. Additionally standing committees may be established as deemed necessary by the Board of Directors.

A. Fund Raising

The Fund Raising Committee shall select, subject to Board approval, the fund raising activities of the Corporation and supervise the participation of the membership in these

activities. The Vice President of the Corporation shall be the chairperson of this committee.

B. Charlie Hogan Tournament

The Hogan Tournament Committee shall be responsible for booking teams, creating a schedule, and any/all other duties that comprise the planning of the annual Charlie Hogan Tournament. The Committee shall include, but not be limited to, Planning Director (Chairperson), Scheduling Director and Director of Special Events. Additional Tournament Committee members may be appointed at the discretion of the Board of Directors. The Tournament Committee is responsible for reporting all activities to the Board and working with the board as needed.

C. Nominating & Governance Committee

The Nominating & Governance Committee shall consist of a non-director chairman appointed annually by the Board of Directors, and a minimum of three additional members. No member of the Executive Committee shall be eligible for membership on the Nominating & Governance Committee. The committee is established to annually recommend to the Board of Directors the nominees for open board positions, and to provide oversight and guidance to the Executive Committee and the Board of Directors. as to compliance with the By-Laws of the Corporation and adherence to policies and procedures as defined in the Corporations Policy and Procedure Manual.

D. Discipline

The Discipline Committee shall be created as needed to review and act upon all duties regarding infractions of Corporation rules, policies, and regulations. The committee shall consist of the Executive Committee and the liaison to the group involved as identified by the President. Decisions of the Committee shall be final, subject only to review by the full Board of Directors at the next regular or special meeting.

E. Finance

The Finance Committee shall be created to periodically review the financial operations of the Corporation and to prepare a report to the membership at the Annual Meeting.

Section 5 AD HOC COMMITTEES

A simple majority of the Board may establish temporary ad hoc committees for specific purposes as the Board deems necessary. The chairperson of an ad hoc committee may be any active member of the Corporation and the Committee shall meet as required for its purpose.

ARTICLE X POLICIES AND PROCEDURES

A Policy & Procedures Manual shall be maintained dealing with the daily operations of the Corporation. Such manual shall include but not limited to fees, team makeup, coach's selection and disciplinary matters. The Policy & Procedures Manual can be amended at any time by a simple majority vote of the Board of Directors at any regularly scheduled meeting.

ARTICLE XI AMENDING THE BY-LAWS

These By-Laws may be amended by including the amendment in the notice of the Annual Meeting and having the members vote on the amendment by secret ballot at said meeting. The approval of two-thirds (2/3) of the votes cast is required to pass the amendment.

ARTICLE XII GENERAL PROVISIONS

Section 1 Fiscal Year

The fiscal year of the Corporation shall begin and end with the Annual Meeting/Banquet.

Section 2 Distribution of the Assets upon Dissolution of the Corporation

In the event that the Corporation shall be dissolved or wound up at any time, then all of the assets of the Corporation remaining after provision has been made for payment of its known debts and liabilities, as provided by law, shall be distributed exclusively to and become the property of those non-profit corporations as determined by the Board of Directors with purposes similar to those of the Corporation set forth in Article II and which are exempt from federal income tax under section 501(c)(3) of the Internal Revenue Service Code. In the event that such non-profit corporations no longer exist or no longer qualify as exempt organizations under Section 501(c)(3) of the Code, said assets shall be transferred to such non-profit funds, foundations or corporations as shall be selected and designated by the Board of Directors of the Corporation, and which shall at that time qualify as an exempt or organization or organizations under Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of as directed by a court of competent jurisdiction, to non-profit, tax-exempt organizations providing for the recreation and well-being of the youth of the Commonwealth of Pennsylvania. No private individuals shall share in the distribution of any corporate assets upon dissolution of the Corporation.