

GREATER BATTLE CREEK ICE HOCKEY ASSOCIATION

BY-LAWS

updated 09/2005

ARTICLE I

1. **Membership:** Active members shall consist of any person interested in and actively promoting the purposes of this association who have paid the required membership fee and are certified by a membership committee appointed by the Board of Trustees. Application for membership shall be directed to the Greater Battle Creek Ice Hockey Association.
2. **Term:** The term of membership shall be for the fiscal year of the organization, except as amended herein, for those elected Board of Trustee members whose two (2) consecutive year term shall overlap the present year and ending at the end of the second succeeding fiscal year.
3. **Mandatory Membership:** Membership shall be mandatory for all team coaches, assistant coaches, managers, referees, Board Members, and membership shall be mandatory for one parent or guardian of each registered player.
4. **Honorary Members:** Any person interested in the aims and purposes of this association may be elected as an honorary member by a two thirds (2/3) vote of the Board of Trustees (i.e. Gordie & Colleen Howe)
5. **Annual Meeting:** An "Annual Membership Meeting", for the purpose of electing officers and for the transaction of such other business as may be brought before the meeting, shall be held each year in the spring toward the end of, or immediately following, the regular hockey season. This annual meeting of the membership may be held concurrent with the regular monthly meeting in April each year, not on a legal holiday (if a legal holiday, then on the day following). General membership shall be notified by published notice of the time and place of the meeting not less than fifteen (15) nor more than sixty (60) days before the date of meeting. Attendance of a member at the Annual Membership Meeting shall be in person and not by proxy. The Annual meeting of the Board of Trustees (see Article III, Section 1) shall occur immediately following the Annual Membership Meeting for the election of officers of the corporation.
6. **Special Meetings:** The President or a majority of the Board of Trustees may call General Membership Meetings, Board of Trustees Meetings, or special meetings of the membership. Any member of this corporation may request a special meeting by submitting a written request to a member of the Board of Trustees.
7. **Notice:** Written notice of the time and place and purpose of meetings of the corporation shall be given either personally or by mail to each Board member of record entitled to vote at the meeting not less than ten (10) nor more than sixty (60) days before the date of meeting. Attendance of a member at a meeting shall be in person and not by proxy. General membership shall be notified by published notice.
8. **Quorum:** Ten (10) members shall constitute a quorum for the transaction of business consisting of not less than 6 trustees. Whether or not a quorum is present, the meeting may be adjourned by a vote of the members present.
9. **New Members:** Every person becoming a member of this corporation shall be subject to

these By-Laws. Such person shall deliver to the Secretary the current mailing address to which he desires any notices to be sent. All notices mailed to said address shall be deemed to be properly served upon the new member. Any person who fails to so designate his address to the Secretary shall be deemed to have waived any and all notices.

- 10. Organization:** The President of the corporation shall call meetings of the members to order and shall act as chairman of the meetings unless otherwise determined by the majority of members present. The Secretary of the corporation shall act as Secretary of all meetings of the members, but in the absence of the Secretary at any meeting the presiding officer may appoint any person to act as secretary of the meeting.

ARTICLE II

TRUSTEES

1. Number, Classification and Term of Office.

- a. The Board of Trustees shall manage the business affairs of the corporation.
- b. The number of Trustees shall be ten (10); but the number may be changed from time to time by the amendment of these By-Laws. At each annual meeting of the members, the members shall elect five (5) Trustees, or a number which may be changed by amendment to the By-Laws, to hold office for a two (2) consecutive fiscal year term, ending with the second succeeding annual meeting. Commencing with the first annual meeting, the first Board of Trustees, as amended herewith, shall hold office with five (5) of its elected members serving for one (1) fiscal year term and five (5) of its elected members serving for a two (2) consecutive year term. All Trustees elected thereafter, commencing with the election of five (5) Trustees at the second succeeding annual meeting, shall be elected to serve overlapping two (2) consecutive fiscal year terms. A Trustee shall hold office for a term for which he is elected and until his successor is elected and qualified or until his resignation or removal.

- 2. Place of Meeting:** The Trustees shall hold their meeting in such place or places within this State as a majority of the Board of Trustees may, from time to time, determine.

- 3. Meetings:** The President or a majority of the Board of Trustees may call General Membership Meetings and Board of Trustee Meetings.

- a. Board of Trustee meetings shall be scheduled at least once a month during the regular hockey season and shall be open to the membership.
- b. The President or a majority of the Board of Directors will set the agenda of the General Membership Meetings.
- c. The Trustees shall be notified in person, via phone, electronic mail, or in writing of the time, place and purpose of all meetings of the Trustees at least three (3) days prior to the date scheduled for said meeting with the exception of the annual meeting of the Board of Trustees, for which no notice shall be provided, in which shall be held immediately after the annual meeting of the members. Attendance of a Trustee at a meeting constitutes a waiver of notice of said meeting, except where the Trustee attends the meeting for the express purpose of objecting to the

transaction of any business because the meeting is not lawfully called or convened. The President or a majority of the Board of Trustees will set the agenda of all meetings.

4. **Quorum:** A majority of the members of the Board of Trustees then in office constitutes a quorum for the transaction of business. The vote of the majority of members present at a meeting at which a quorum is present constitutes the action of the Board; provided that amendment of the By-Laws by the Board of Trustees requires the vote of not less than a majority of the members of the Board of Trustees then in office.
5. **Action Without a Meeting:** Any action, which might be taken at a meeting of the Board of Trustees, may be taken without a meeting if before or after the said action all members of the Board consent thereto in writing. The written consents shall be filed with the Minutes of the proceedings of the Board. The consent has the same effect as a vote of the Board for all purposes.
6. **Vacancies:** Vacancies in the Board of Trustees may be filled by the affirmative vote of a majority of the remaining Trustees though less than a quorum of the Board, for a term of office continuing only until the next election of Trustees by the members.
7. **Removal of Trustees, Officers and Active Members:** A Trustee or Officer shall be subject to removal upon missing three (3) successive meetings without adequate reason by action of the Board of Trustees. A Member may be suspended and barred from further participation in the association for actions deemed detrimental to the association and its activities or for the purpose of its Articles of Incorporation by action of the Board of Trustees and by written notification.

ARTICLE III

OFFICERS

1. At the first meeting of the Board of Trustees and at the annual meeting of the Board of Trustees thereafter the Board shall select a President, a Secretary and a Treasurer and may select one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers who shall serve for the period of one (1) year or until their successors shall be chosen. Two (2) or more offices may be held by the same person but an officer shall not execute, acknowledge or verify an instrument in more than one capacity if the instrument is required by law or the Articles of Incorporation or By-Laws to be executed, acknowledged or verified by two (2) or more officers.
2. **President:** The President shall be the chief executive officer of the corporation and in the recess of the Board of Trustees shall have the general control and management of its business and affairs, subject, however, to the right of the Board of Trustees to delegate any specific power except such as may be by statute exclusively conferred upon the President, to any other officer or officers of the corporation. He shall preside at all meetings of the Trustees and all meetings of the members, unless otherwise determined by a majority of the members present. Section 3. Vice-President. In case the office of President shall become vacant by death, resignation, or otherwise, or in the case of the absence of the President, or his disability to discharge the duties of his office, such duties shall, for the time being, fall upon the Vice-President who shall do and

perform such other acts as the Board of Trustees may, from time to time, authorize him to do.

3. **Vice-President:** In case the office of President shall become vacant by death, resignation, or otherwise, or in the case of the absence of the President, or his/her disability to discharge the duties of the office, such duties shall, for the time being, fall upon the Vice-President who shall do and perform such other acts as the Board of Trustees may, from time to time, authorize.
4. **Treasurer:** The Treasurer shall have custody and keep account of all money, funds and property of the corporation unless otherwise determined by the Board of Trustees, and shall render such accounts and present such statements to the Trustees and President as may be required. The Treasurer shall deposit all funds of the corporation that may come into their hands in such bank or banks as the Board of Trustees may designate. The Treasurer shall keep the bank account(s) in the name of the corporation, and shall exhibit all books and accounts, at all reasonable times, to any Trustee of the corporation upon application at the office of the corporation during business hours. The Treasurer shall pay out money as business may require upon the order of the properly constituted officer or officers of the corporation, provided, however, that the Board of Trustees shall have the power by resolution to delegate any of the duties of the Treasurer to other officers, and to provide by what officers, if any, all bills, notes, checks, vouchers, orders or other instruments shall be counter-signed. In addition, such other duties as may be delegated by the Board of Trustees will be performed.
5. **Secretary:** The Secretary of the corporation shall keep the minutes of all meetings of the members and Board of Trustees in books provided for that purpose; shall attend to the giving of all notices of the corporation; shall have charge of such books and papers as the Board of Trustees may direct; all of which, shall, at all reasonable times, be open to the examination of any Trustee upon request of the Secretary, and in addition such other duties as may be delegated by the Board of Trustees.
6. **Committees:** The following committees shall be appointed annually by the President from the membership with approval of the Board, and consist of not less than 3 active members, or as may be otherwise ordered by the Board of Trustees.
 - a. Registration Committee - To be responsible for registering all players.
 - b. Rules Committee –
 - i. To recommend for adoption by the Board of Trustees supplemental playing rules and/or regulations not specifically provided for by the Michigan Amateur Hockey Association (M.A.H.A.) and/or USA Hockey
 - ii. To interpret all rules and regulations as they apply to this local association and hear/receive complaints of rule violations.
 - iii. To apply the USA Hockey “Dispute Resolution Procedure” and the principles of due process to all claims, demands, or disputes that fall under the jurisdiction of this Association, having an impact on ice hockey or between, by or among Members of USA Hockey which fall within the jurisdiction of “Bylaw 10 of the USA Hockey Annual Guide”.
 - c. Officiating Committee - To provide qualified referees for all scheduled practice and league games.
 - d. Nominating Committee - To present a slate of candidates for the Board of

Trustees.

- e. Finance Committee - To determine a working budget and coverage for the fund raising necessary to finance the association.
- f. Membership Committee - To promote and sign up new members and fulfill Section I Article 1.

- 7. Additional Officers and Agents and Committees:** The Board of Trustees may also appoint such other officers and agents and committees as they may deem necessary for the transaction of business of the corporation All officers and agents or committees shall respectively have such authority and perform such duties and the management of the property and affairs of the corporation as may be designated by the Board of Trustees. The Board of Trustees may remove any officer or agent or committee whenever, in their judgment the best interest of the corporation will be served.
- 8.** The Board of Trustees may secure the fidelity of any or all of such officers bond or otherwise.
- 9. Contracts Signed By Officers:** Any two of the following officers, President, Vice-President, Secretary or Treasurer, may sign any contract of the corporation approved by the Board of Trustees.

ARTICLE IV

DISSOLUTION

In the event of dissolution of this corporation all assets, real or personal, remaining after payment of all outstanding obligations, shall be distributed to such organization with a similar purpose as qualify under Section 501(c) (3) of the 1954-Internal Revenue Code or any corresponding provisions of a future United States Internal Revenue Law.

ARTICLE V

PURPOSE

The purpose of this corporation is to maintain, operate, and control a youth recreation ice hockey league, conduct ice hockey games, athletic sports, exhibitions, in places of amusement, and recreation for that purpose and for the general public. This organization is organized and operated exclusively for purposes described in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI

FINANCIAL OBLIGATIONS

1. The Board of Trustees shall determine all fees and assessments.
2. The Board of Trustees shall set, prior to the start of each season, rules regarding payments and payment schedules, and shall see that every member receives a copy of those rules.

3. In the event that a player is to be suspended for non-payment, the President or Treasurer shall notify that player at least seven (7) days prior to suspension, in writing.
4. The President shall notify the Coaching Director of all pending suspensions, as soon as possible.
5. Only the President or Treasurer may authorize suspensions of players for financial matters.
6. No program funds shall be used by anyone without the Board of Trustees approval.
7. No special dues schedules or rates shall be set without authorization of the Board of Trustees.
8. All finances and financial matters shall be under the control of the Board of Trustees.
9. The President, Treasurer or Secretary shall be the only endorsees authorized to disperse GBCIHA funds. All funds are to be dispersed by check and require the signature of the Treasurer.

ARTICLE VII

AMENDANTS

1. The by-laws may be amended by a majority vote (greatest number of votes) of the members present at any general membership meeting, provided written notice of the proposed action has been given to each member ten days prior to the time action is to be taken.
2. Any member to the Board of Trustees, who shall notify the membership in accordance with Section 1, may propose amendments in writing.

ARTICLE VIII

Suspensions / Due Process

Seven (7) days notice will be given to all members prior to being suspended from participation within the GBCIHA (this does not include suspensions specific to playing rules and immediate suspensions). Except for players suspended for financial matters, this Association will use the procedure of Bylaw 10 of the USA Hockey Annual Guide and principles of Due Process to resolve all claims, demands, or disputes having an impact on ice hockey, or between, by, or among its membership as allowed as an affiliate association of USA Hockey and the Michigan Amateur Hockey Association.

It is the specific purpose of this Bylaw 10 to provide for a uniform method of resolving all disputes and to utilize the specific skills, expertise and background of people experienced in hockey and sports administration matters. It is the further purpose of this Bylaw 10 to provide an administrative procedure that is a full and complete substitute for any court proceedings.

Additionally, under the authority of Michigan Amateur Hockey Association, "In order to preserve as far as possible the integrity of amateur hockey, any recourse to the courts or legal action by a member or individual before all of the rights of the Constitution, By-Laws and Rules and

Regulations of this Association shall be exhausted, shall be ungentlemanly conduct entailing the immediate suspension and disqualification of any member or individual." (Rules and Regulations, Part XVII Suspensions, Section A, Paragraph 18)

Dispute Resolution Procedure (partial list to establish timeline only)

- Rules Committee to review claim, demand, and/or dispute. Determining the proper method of resolution, and report their findings to the Board of Trustees.
- G.B.C.I.H.A. Board of Trustees to appoint a Hearing Committee if their decision of the matter includes suspensions and/or sanctions against a member or the suspended member wishes to appeal the Board of Trustees' decision to suspend as outlined in Bylaw 10C (Suspension Hearings) of the USA Hockey Annual Guide.
- Hearing Committee shall offer to hold the hearing and that offer shall be to hold the hearing within thirty (30) days of the Board of Trustees receiving written charges against a member of the Association.
- The hearing committee will provide at least seven (7) days notice of the convening of the hearing to the Party, the person(s) or party(s) proposing suspension, and other interested party(s) who shall be included at the discretion of the hearing committee.

The hearing committee will use reasonable efforts to: (i) render its decision to the parties to the hearing within five (5) business days of the close of the hearing; and, (ii) prepare and deliver a written decision to the parties to the hearing within fifteen (15) business days of the close of the hearing.