

**BY-LAWS OF THE ARROWHEAD YOUTH HOCKEY ASSOCIATION,
INC.**

Article I

The name of the Corporation shall be Arrowhead Youth Hockey Association, Inc.

Article II – Purpose

The purpose or purposes for which the Corporation (Association) is organized and operated shall be exclusively for charitable and educational purposes and to foster national and/or international amateur sports competition as described in Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or the corresponding provisions of any subsequent Internal Revenue Code and more specifically:

1. The Association shall be organized and operated primarily to conduct local, regional, national or international competition in the sport of amateur ice hockey and to support and develop amateur athletes for national or international competition in the sport of amateur ice hockey.
1. To instruct, educate, and train minor children and young adults in the sport of amateur ice hockey and to improve or develop their capabilities in said sport by conducting clinics, work shops, lessons, and seminars at the Howard G. Mullett Ice Center and elsewhere.
1. To develop and supervise amateur hockey in the Arrowhead High School District including the sponsorship and establishment and conducting of amateur ice hockey tournaments; selecting representative teams for ice hockey tournaments, an to organize amateur ice hockey teams into a league or leagues.
1. To associate with other amateur ice hockey associations on a state, regional, national, and international level for the purpose of amateur ice hockey league and association competition.
1. To develop and encourage sportsmanship between and amongst those minor children and young adults who become associated with or involved with the Association for the betterment of their physical and social well being.

Article III – Offices

The registered and principal office of the Association shall be at the Howard G. Mullett Ice Center, Arrowhead High School, Hartland, Wisconsin, 53029.

Article IV – Members

Section 1 – Classes of Membership

The Association shall have one class of members. Membership in the Association will be open to any person, or persons, interested in the purposes of the Association and especially in the promotion, advancement, assistance and sponsoring of the sport of amateur ice hockey.

Section 2 – Voting Rights

Each individual member of the Association shall have full voting privileges at any annual meeting of the members. No member shall vote except in person, and there shall be no cumulative voting.

Section 3 – Transfer of Membership

Membership in this Association is not transferable or assignable.

Article V – Meetings of Members

Section 1 – Annual Meeting

An annual meeting of the members shall be held on the 2nd Wednesday in May each year at 6:30 PM, or at such times, not more than 30 days prior thereto or 30 days thereafter, as may be determined by the board of directors and designated in the notice calling the same; at which meeting the members shall elect by a plurality vote, by ballot (each member having one vote), a Board of Directors, and shall transact such other business as may properly be brought before the meeting. Ten (10) members shall constitute a quorum.

Section 2 – Special Meetings

The President, the Board of Directors, or no less than one-quarter of the members having voting rights may call special meeting of the members. Ten (10) members shall constitute a quorum.

Section 3 – Notice of Meetings

Written notice stating the place, day and hour of the Annual Meeting shall be posted at the Howard G. Mullett Ice Center no less than fourteen (14) days prior to said meeting. Notice of special meetings may be made not less than five (5) days before such meeting and the purpose or purposes for which the meeting is called shall be stated in the notice posted at the Howard G. Mullet Ice Center.

Article VI – Board of Directors

Section 1 – General Powers

The affairs of the Association shall be managed by its Board of Directors. Directors shall be residents of the State of Wisconsin, the Arrowhead High School District and members of the Association.

Section 2 – Number, Tenure and Qualifications

The number of elected Directors of the Association shall be nine (9). Eight Directors shall be elected at the annual meeting to serve a two (2) year term, may serve a consecutive two year term, and cannot be re-elected to the Board for a period of one year after said second consecutive has expired. Terms of duty on the Board will be staggered so that four (4) directors will be elected every year, thereby giving continuity to the Association program. The ninth Director will be the duly appointed A.C.E. Coordinator. All Directors of the Association are expected to also serve in an officer role as defined in these by-laws. No more than five (5) Directors of the Association may be active as Head or Assistant Coaches at any level. To avoid the appearance of impropriety, participation on the Association board is not available to members of the Mullett Center Board of Directors or the Arrowhead High School board members.

Section 3 – Regular Meetings

The Board of Directors shall meet at 7:00 PM on the 3rd Wednesday of each month or may be held without notice at such time and place as shall, from time to time, be determined by the Board. Five (5) directors will constitute a quorum.

Section 4 – Special Meetings

Special meetings of the Board of Directors may be called by, or at the request of, the President, or any five (5) directors. Five (5) directors will constitute a quorum. Notice of any special meeting of the Board of Directors shall be given not less than five (5) days before such meeting.

Section 5 – Vacancies

Should it become necessary to replace a Director whose term has not expired, a new director shall be elected at the next annual meeting to serve their remaining part of the original two-year term. A Director elected to fulfill the unexpired term of another director may serve one additional term and then must remain off the Board of Directors for one (1) full year after completing his own two-year term.

Article VI – Officers

Section 1 – Officers

The Officers of the Association shall be as follows: President, Vice-President, Past-President, Secretary, Treasurer, Ice Scheduling Director, Tournament Director, Equipment Director, and Fundraising Director. The officers are all Directors of the Association.

Section 2 – Election and Term of Office

The Officers of the Association shall be elected annually by the Board of Directors. The Board may appoint additional officers and agents, as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board. Any Officers elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of a two-thirds majority of the whole Board of Directors.

Section 3 – Vacancies

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by an affirmative vote of a major of the whole Board of Directors for the unexpired portion of the term.

Section 4 – President (2-year commitment)

The President shall be the principal Executive Officer of the Board and shall in general supervise and control all business and affairs of the Board. The President shall preside at all meetings of the members and of the Board of Directors. The President may sign, with the Secretary and any other proper Officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed. In general, the President shall perform all duties incident to the Office of President and such other duties as may be prescribed by the Board of Directors from time to time. The President shall be limited to serving a maximum of a one-year term as President.

Section 5 – Vice President (3-year commitment)

In the absence of the President or in the event of the President's inability or refusal to act, the Vice-President shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all restrictions upon the President and when so acting, shall have all the powers of and be subject to all restrictions upon the President. The Vice President shall have responsibility for the Coaches and their accreditation program. In addition, the Vice-President shall perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

Section 6 – Past-President (1-year commitment)

The President shall become the Past-President of the association, and shall remain a voting member of the Board, upon election of a new President. The Past-President will annually review the By-laws, solicit suggestions for changes to the By-laws from the Directors, and propose any necessary changes for review of the Board of Directors. The Past-President shall also perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

Section 7 – Secretary (2-year commitment, even years)

The Secretary of the Association shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; sees that all notices are duly given in accordance with the provisions of these By-laws or as required by law; be custodian of the Corporate records; keep a register of the post office addresses of each member which shall be furnished to the secretary by such members; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the President or by the Board of Directors. The Secretary will also serve as the Registrar of the Association.

Section 8 – Treasurer (2-year commitment, odd years)

The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipts for monies due and payable to the Association from any source whatsoever and deposit all such monies in the name of the Association in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the By-laws; and in general perform all the duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to the Treasurer by the President or by the Board of Directors.

Section 9 – Ice Scheduling Director (2-year commitment, even years)

The Ice Scheduling Director shall be responsible for all ice schedules for the Association; act as a liaison between the Howard G. Mullet Ice Center and the Association; provide ice schedules to team managers and certify ice bills to the Treasurer.

Section 10 – Tournament Director (2-year commitment, odd years)

The Tournament Director will be responsible for the planning, coordination and execution of all tournaments hosted by the Association and will serve as the Associations representative in other amateur ice hockey associations on a state, regional, national, and international levels.

Section 11 – Equipment Director (2-year commitment, even years)

The Equipment Director is responsible for all Association equipment that is issued to teams, players or referees. This includes, but is not limited to, such items as jerseys, pucks, goalie equipment, referee jerseys and referee helmets. This person will also be responsible for conducting the annual equipment exchange.

Section 12 – Fundraising Director (2-year commitment, odd years)

The Fundraising Director shall support the Association with their efforts to provide a hockey program that will benefit all players. He/She will promote amateur hockey in the Arrowhead community through service projects and fundraising activities. The Fundraising Director shall submit to the Board of Directors an annual plan and budget for all fundraising activities, and shall present a monthly financial statement and status report on those activities.

Section 13 – A.C.E. Coordinator (1-year commitment)

The Association Coaching and Education Coordinator is responsible for the administration of all coaching and educational programs within the association. He/She shall be appointed by the AYHA Board of Directors and the appointed Coaching Directors (liaisons). The A.C.E. Coordinator is a non-voting position on the board. He/She will participate in the recruitment, selection, training and evaluation of all coaches and instructors. The A.C.E. Coordinator will organize and develop workshops and clinics for the coaches and players. This person will establish and maintain an association resource center as well as act as the liaison into U.S.A. Hockey. Additional duties may be added at a later time.

Article VII – A.Y.H.A. Booster Club

Section 1 – Purpose

The purpose of the A.Y.H.A. Booster Club shall be to support the A.Y.H.A. in their efforts to provide a hockey program that will benefit all players. It will serve to promote amateur hockey in the Arrowhead community through service projects and fundraising activities.

Section 2 – Membership

Membership in this organization shall be open to all parents of A.Y.H.A. players and any person interested in the promotion of amateur hockey in the Arrowhead community.

Section 3 – Operating Rules

The A.Y.H.A. Booster Club shall operate under its' own set of Operating Rules. These Operating Rules shall be accordance with the by-laws and policies of the A.Y.H.A. The Operating Rules will be available to all A.Y.H.A. members upon request.

Section 4 – Reporting

The A.Y.H.A. shall permit the Booster Club to maintain a checking and saving account as necessary to manage the activities and related disbursements in support of fundraising activities. The Booster Club shall be required to submit an annual plan and budget for all fundraising activities in accordance with A.Y.H.A. guidelines. They shall also be required to submit a monthly financial statement and summary report for all fundraising activities. All non-budgeted expenditures shall be made in accordance with A.Y.H.A. Bylaws and policies.

Section 5 – Dissolution

In the event that the A.Y.H.A. Booster Club shall cease to exist, all assets and funds shall be turned over to the A.Y.H.A. Should the A.Y.H.A. cease to exist at the same time, the Booster Club assets and funds shall be disbursed in accordance with the A.Y.H.A. Articles of Incorporation.

Article VIII – Nominating Committee

The President of the Association shall appoint, at least 45 days before the Annual Meeting, a Nominating Committee consisting of at least five members, who need not be Directors, of the Association. The Nominating Committee shall include the Past-President of the Association, as well as the Past-President of the A.Y.H.A. Booster Club. The Nominating Committee shall submit to the Board of Directors at least fifteen (15) days before the Annual Meeting of members a slate of candidates willing to serve as Officers and Directors of the Association. Such recommendations shall not preclude nominations from the floor at the Annual Meeting of members. The immediate Past-President shall automatically serve as Chairman of this Committee.

Article IX – Advisors to the Board

Section 1 – Coaching Liaison(s)

The Coaching Liaison(s) shall be appointed by the Board of Directors and shall serve as a liaison between the coaches, parents and the Association. The Coaches Liaison(s) will communicate Association policy to the coaches and parents and will work with the Officers of the Association to provide coaches training. The Coaches Liaison(s) shall perform any such other duties as from time to time may be assigned by the President or by the Board of Directors.

Section 2 – Referee-in-Chief

The Referee-in-Chief shall be selected by the local Referee's Association and shall schedule competent officials for all games; register and train all Referees; report to Association concerning rule changes and report to the President any actions requiring disciplinary action requiring review by the Executive Committee.

Section 3 – Volunteer Coordinator

The Volunteer Coordinator shall be responsible for managing the A.Y.H.A. Volunteer Program.

Article X – Contracts, Checks, Deposits and Funds

Section 1 – Contracts

The Board of Directors may authorize any Officer or Officers, Agent or Agents of the Association, in addition to the Officers so authorized by these By-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or confined to specific instances.

Section 2 – Checks, Drafts, Etc.

All checks, drafts or orders for the payment of money, notes or other such evidences of indebtedness issued in the name of the Association, shall be signed by such Officer or Officers, Agent or Agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer, if there be one.

Section 3 – Fiscal Year

The fiscal year of the Association shall be from April 1st to March 31st.

Article XI – Inspection of Books

The directors shall determine from time to time whether, and, if allowed, when, and under what conditions and regulations the accounts and books of the Association (except such as may be by statute specifically open to inspection) or any of the them shall be open to the inspection of the shareholders, and the members' rights in this respect are and shall be restricted and limited accordingly.

Article XII – Termination

In the event of termination, dissolution or winding-up of this Corporation in any manner or for any reason whatsoever, its remaining assets, if any, shall be, in first instance distributed to the Arrowhead High School Union District for the development of amateur ice hockey and if such assets cannot be accepted by Arrowhead High School under such condition, said assets described in Section 501 (c) (3) of the Internal Revenue Code selected by the Board of Directors of the Association and in such proportions as the Board of Directors of the Association shall determine and decide, which decision shall be made within the fiscal year of such termination.

Article XIII – Amendments

These by-laws may be altered or amended by the affirmative vote of a majority of members at any regular annual meeting of the members if the notice of the proposed alteration or amendment were contained in the notice of meeting.