

**Golden Spike Amateur Hockey Association, Inc
By-Laws**

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Article I – ORGANIZATION

Golden Spike Amateur Hockey Association (GSAHA) is a non-profit organization operating youth hockey programs for the benefit of people in the northern Utah area.

Section 1: Name

The name of this Association/Association shall be the GOLDEN SPIKE AMATEUR HOCKEY ASSOCIATION, INC. and shall be referred to throughout this document as the “Association”.

Section 2: Registered Address

The registered address of the Association shall be at a place selected by the Board of Directors as the affairs of the Association require.

Section 3: Registered Agent

The registered agent of the Association shall be the Treasurer elected by the Board of Directors.

Section 4: Non-Profit Status

This Association is organized as a State of Utah non-profit Association upon a non-stock membership basis, not involving pecuniary gain or profit for any of its members, for a team of perpetual existence.

Section 5: Exempt Status

This Association is organized and shall be operated exclusively as an exempt organization under the provisions of Section 501 (c) (3) of the Internal Revenue Service and as may be amended in the future. Identification # 31-1516853.

Section 6: Use of Funds

All funds and property of this Association shall be used and distributed exclusively for carrying out the purposes of the Association as set forth in Article II.

Section 7: Fiscal Year

The fiscal year of this Association shall be June 1 and end on May 31 of the following calendar year.

Section 8: Financial Statements

The Treasurer, at least once a year, or at the request of the Board of Directors, prepare a true statement of the assets and liabilities of the Association for the

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preceding year(fiscal). Then statement shall b available to any member upon their request.

Section 9: Dissolution

In the event of liquidation or dissolution of this Association, or in the event that it shall cease to carry out any of its purpose, all funds and property of the Association shall be distributed to non-profit Associations with the purposes similar to those set forth in Article II and which are exempt organizations as set forth on Section 4, Article I, that the Directors of this Association 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

Section 10: Basic Structure

The Association shall consist of:

<i>Officers</i>	-	<i>Executive Committee</i>
<i>l</i>		<i>l</i>
<i>Board of Directors</i>	-	<i>Board Meeting/Disciplinary Committee</i>
<i>l</i>		<i>l</i>
<i>Ex Officio Members</i>	-	<i>Fund Raisers/other committees</i>
<i>l</i>		
<i>Active members/players</i>		

In Summary,

Officers include: President, Vice President, Treasurer, and Secretary

Board Members: 4 Directors at Large, plus Past President, President and vice President

Ex-Officio Members: Division Directors, Coaching Director, Referee in Charge, if applicable, Fund Raiser Director, Equipment Manager, Risk Manager, etc.

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Article II – PURPOSE

It is the purpose of GSAHA are those stated in 1) its Articles of Incorporation, 2) USA Hockey Rules and Regulations 3) rules and regulations of Utah Hockey, and 4) the following:

- 1) To develop character, sportsmanship, and physical fitness among the youth in northern Utah area.*
- 2) To help combat juvenile delinquency.*
- 3) To develop and encourage sportsmanship in all players, coaches and parents.*
- 4) To promote, encourage, and improve the standard of amateur ice hockey.*
- 5) To associate with other ice hockey associations.*
- 6) To conduct ice hockey tournaments, as applicable, and select representatives i.e., travel teams, to participate in other seasonal or post seasonal tournaments.*
- 7) To expand the game of hockey in the northern Utah area through public awareness and development of as many youths as possible*
- 8) To encourage and develop girl's ice hockey programs.*
- 9) To do any and all acts desirable and necessary in the furtherance of the foregoing purposes.*

Article III – MEMBERSHIP

Section I: Active Member

An active member is 1) a parent, step-parent, or guardian who is responsible for the financial obligations associated with having a child join GSAHA, 2) current, player with GSAHA, provided dues are paid or are being paid. The term of membership is the fiscal year of the Association.

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Funds contributed to or donated by an outside company/vendor do not entitle the contributor to the benefits of membership.

In households, each parent or active guardian shall be considered an active member. In the event two households (custodial and non custodial parents), each parent of each household is considered a member provided they share equal financial responsibilities of the child's hockey fees.

Section 2: Membership Fees

Annual fees shall be determined by the Board of Directors and Officers. Fees are preferred to be paid in full during registration, however the Board may elect to allow payments over the playing year.

Section 3: Delinquency

Delinquent members will be subject to suspension until time of payment. The Board of Directors shall determine when fees are delinquent.

Section 4: Hardship

In cases of hardship, payment of fees may be reduced or eliminated as determined by the Board of Directors. All such cases will be handled on a case by case basis and under the strictest confidence without minute coverage. Alternate methods for payment shall be reviewed by the Board and financial committee.

Section 5: Competition Teams Fees

Competition team fees will be on an as accrued basis. Financial records and collection procedures will be the responsibility of the Team Manager.

Section 6: Expulsion

An active player may be expelled, after due notice and after an opportunity for a hearing, for conduct detrimental to the Association, by the vote of 3/4ths of the Board of Directors (5). The Secretary shall provide at least five 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 person shall be offered

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an opportunity to be heard at that meeting, and to present others to testify in his or her behalf, prior to any final disposition by the Board.

Section 7: Voting Rights

Each active member at least 21 years of age and in attendance at the Closing Social or meeting shall be entitled to one vote by secret ballot in the election of members to the Board of Directors. No proxy vote shall be recognized.

Section 8: Right to Hold Office

Each active member at least 21 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 of the Association.

Section 9: Referenda

Upon the request, in writing, of one quarter of the adult membership, the Board of Directors shall, or upon its own initiative, may submit any question to the active adult members for a mail referendum vote.

Section 10: Activities Fund

Any person, association, partnership, Association, or estate, may establish or participate in an activities fund administered by the Board of Directors or its designate, to further the purposes of the Association. Participation in such a fund shall carry with it no voting rights or other privileges of membership.

Section 11: Notification

Prior to the Closing Social, or any other year ending activity where election of Board members may take place, written notice of the time and place shall be provided to each active adult members entitled to vote.

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Article IV – OFFICERS

Section 1: Number of Officers

The officers of the Association shall be the President, Vice President, Secretary, and Treasurer, and any other officer whom the Board may appoint from time to time for specific functions or duties.

Section 2: Election

The officers shall be chosen by the Board of Directors annually at their first meeting following the spring voting session, meeting or social. In the event an officer is not chosen at the first meeting, the Board may elect an officer at any regular or special meeting during the fiscal year.

Section 3: Term of Office

Each officer shall hold office until his or her successor shall be chosen. Election may be by simple majority vote (4).

Section 4: Resignation

Any officer may resign his or her position by written request to the President.

Section 5: Vacancy of Office

If any vacancy should occur in any office or if a new office position be established then the Board of Directors may fill it at any regular or special meeting.

Section 6: Eligibility

Any adult with the familiarity of the specific area being considered and the aspects of the organization and operation of GSAHA shall be eligible.

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Article V – BOARD OF DIRECTORS

Section 1: Board of Directors

The property and affairs of GSAHA shall be managed by a Board of Directors composed of 5 elected positions, a past President and the current President Elect.(7 total). Of the 5 elected positions, two shall be two year terms and three shall be for one year terms.

The elections for the two year positions should be staggered as to ensure continuity on the Board of Directors

The Vice President shall be selected from the existing 5 Board members by the President elect and approved by the Board. The Vice President will assume dual responsibilities as Board member and Vice President. The Vice President is elected based on the premise he/she will become the President for the up coming year. Therefore, once elected as a Vice President, he/she is not restricted to the original term length for which they were elected as a Director at Large..

Section 2: Election of Directors

- A.) Directors shall be elected at a year ending event (social or meeting). A Director may serve an indefinite number of terms, if re-elected*

- B) When a position becomes vacant due to resignation or expulsion of a Director, the Board of Directors shall appoint a member to serve the remainder of the term.*

Section 3: Terms of Office

Elected Directors shall begin the term on June 1 and expire the applicable year of term length on 31 May.

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Section 4: Ex Officio Members

Ex officio members of the Board of Directors include such positions as, but are not limited to, Coaching Coordinator, Referee in Chief, Equipment Manager, Fund Raiser Chairperson, and Divisional Directors.

These individuals shall not have voting privileges or any other powers conferred upon Directors or the President under the bylaws, unless agreed to as stated to in Article IV, Section 6.

Section 5: Compensation

Directors, and/or officials of the Association shall not receive an compensation for their services as such. However, this Board may reimburse Directors/ Officials for expenses incurred in serving the Association

Section 6: Duties of the Board of Directors

- A) Control and manage the affairs of and the business of the organization/Association.*
- B) Elect the President, Vice President, Secretary and Division Director.*
- C) Creates other official positions to provide or serve any function deemed necessary or desirable to transact the business of the Association. (Persons appointed to fill additional official positions shall only be a voting member on the Board if such a vote is given by a unanimous vote of the Board of Directors.).*
- D) By a 4/5 majority vote) (or 5 votes), removes any director or officer with all voting members present.*
- E) Supervises finances and fund raising activities.*
- F) Sets and assists in collection of yearly fees.*
- G) Establishes rules and regulation of play in house and within the travel divisions. Ensures implementation of said rules and regulations.*
- H) Supervises activities of the Travel/Select teams.*

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- I) Supervises activities of coaches.*
- J) Approves yearly budget by a 3/4 majority vote. (5)*
- K) Approves all candidates selected by the President for the major support roles by a majority vote. (4)*
- L) Approves by a majority vote (4) all coaches selected by the coaching coordinator and/or the President for house and travel/select teams.*
- M) Participates in the Disciplinary Board, when applicable and assists in enforcing suspensions of players or coaches.*
- N) Hears appeals, as applicable, from the enforcement of suspensions or penalties described in paragraph M, above, or other administrative action against players, coaches, managers, or other team officials at the local level , or when requested from the GSAHA Disciplinary Board.*
- O) Helps selects representatives to the State Board.*
- P) Studies proposals to amend the Association's Bylaws, Policies, rules, or regulations. Approves any amendments by a 4/5 majority vote(5).*
- Q) Approves, after input from the Equipment Manager, what equipment will be furnished and maintained.*

Section 7 Chairperson

The President of the Association shall act as Chairperson of the Board.

Section 8: Regular Meetings

Meetings shall be scheduled monthly at a time and place determined by the President. Minutes shall be taken and distributed as appropriate. There must be 4 voting members in attendance in order to have a quorum. Proxy votes are allowed for business activities, but shall not be considered as part of a quorum.

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Section 9: Special Meetings

Special meetings of the Board of Directors may be called by the President, or by a written request to the President, with at least 4 Board members participating. Special meetings will require advanced noticed of each Board member.

Section 10: Election of Officers

At the first regular or special meeting of the Board of Directors following election of the new Board members, the Board as then constituted shall elect its officers.

Section 11: Order of Business

The order of business for meetings or the Board of Directors shall be, but not limited to: (e.g.)

*Roll Call of Board members
Approval of previous month's minutes
Treasurer's Report
Committee Reports
Old Business
New Business
Division Reports
Adjournment*

Section 12: Parliamentary Procedure

All meetings shall be governed by rules of parliamentary procedures. Roberts Rules of Order shall govern questions or procedure

Section 13: Powers

All the corporate powers, except as otherwise provided in the Articles of Incorporation, these Bylaws, and in the laws of the State of Utah, are hereby vested in and shall be exercised by the Board of Directors.

Section 14: Limited Liability

Board members shall not be liable in any manner for any debts or obligations of the Association and shall not be subject to any manner of assessment by virtue of his membership. Any financial wrong doing by a member or members are subject to the prosecution and penalties defined under the laws of the State of Utah.

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(This Limited Liability also applies to Officers and Ex-Officio Members.)

Section 15: Resignation

Any member of the Board of Directors may resign and /or withdraw from the Board upon written notice of their desire to do so and delivered to the President or Secretary of the Association.

(This also applies to Officers and Ex-Officio Members.)

Section 16: Expulsion

Any Board member shall be subject to removal upon missing three Board meetings within the fiscal year or failure to discharge the normal duties of the Board member, or for conduct detrimental to the Association, after due notice and opportunity for a hearing, by a 3/4 vote of the Board of Directors (5) at any regular or special meeting. Advance notice (at least 5 days) shall be given to the member to be expelled as well as all other Board members prior to the meeting at which the matter is to be resolved. The Board shall offer the person an opportunity to be heard at the meeting as well as present others, which may assist in presenting his/her case, prior to any final disposition.

(This also applies to Officers and Ex-Officio Members.)

Article VII – COMMITTEES

Section 1: Standing Committees

The standing committees of the Association shall be the Executive Committee, the Finance Committee and the Disciplinary Committee. Other committees, as deemed necessary for the operation of the Association, may be appointed, subject to approval by the Board of Directors.

A- Executive Committee – The Executive Committee shall consist of all officers of the Association. The Executive Committee shall be empowered to act on behalf of the Board of Directors between meetings of the Board, but can not establish, alter, nor change policy. The President shall be the Chairperson.

The Executive Committee, under the direction of the President, shall assist in preparing policies, programs, and budgets for discussion, revision, and approval by the Board of Directors.

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In the event the Past President declines to serve or is elected or appointed to another Executive Committee position, the Board shall elect one of its members to serve on this committee.

B - Finance Committee - The Finance Committee shall consist of the Vice-President, the Treasurer, a selected Board member, and all chairperson's of financial projects,.e.g., sponsors, fund raisers, as applicable. The Vice President shall act as the Chairperson.

C- Disciplinary Committee - The Disciplinary Committee shall consist of, as a minimum, the Vice President, applicable Division Director(s), a selected Board member. The Vice President Shall act as Chairperson.

It shall be the duty and responsibility of the Disciplinary Committee to review, hear, and make decisions on all matters put to them by the Executive Committee. All decisions shall be final, subject only to review by the Board, unless additional information relevant to the matter is presented to the President, at which time the Disciplinary Board will reconsider the additional information prior to making a final decision.

Reference GSAHA Disciplinary Rules found in the Policies and Procedures.

Section 2: Special Committees

All special Committees shall come under the approval of the Board of Directors prior to their creation. Once approved, supervision will revert to the appropriate officer or Board member selected as Chairperson.

Article VIII – EQUIPMENT

Section 1: Equipment Availability

The Association shall, when funds allow, provide jerseys and socks for divisions Mite through Midgets, including ant separate girls teams. Equipment, less personal items, i.e., skates, helmet & face piece, stick, and tape, may be available for rent, provided funds allow, for GSAHA skaters. Emphasis will be to rent gear to Mini Mites and Mites, with other divisions allowed to also rent equipment, if any such equipment remains un-used.

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Goalkeeper equipment (e.g., blocker, kick pads, chest protector, catch, and goalie stick) may also be provided, when allowed by funds, for younger divisions, i.e., Mites and Squirts.

Section 2: Issue and Turn-Ins

Equipment will be issued on a first come basis. All players shall be given time and date of equipment issues and returns.

Section 3: Deposits

A deposit, as determined by the Board of Directors, shall be paid for all issued equipment.

Section 4: Competition Teams

All competition team supplies and equipment shall be the responsibility of the respect team/players, unless agreed to by the Board of Directors. At no time shall the use of GSAHA equipment for competitive teams hinder the needs of the house teams.

Section 5: Sale of Association Equipment;

The Board of Directors shall authorize sale of equipment owned by the Association.

Section 6: Maintenance of Equipment

The Board of Directors shall determine which equipment will be furnished and maintained. It shall be the responsibility of the Equipment Manager to inventory and recommend to the Board the types and quantities of equipment to be purchased or repaired.

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Article IX AMENDMENT OF THE BY-LAWS

Section 1: Amending the by-laws

The Executive Committee may propose any amend to these bylaws by presenting the amendment to both the Board of Directors, the Executive Committee, and all those ex-officio officers at a regular or special meeting and voting on acquiring a 3/4 majority vote of all present.

Or

By having the amendment subject to a vote of all adult voting members present at the closing meeting or social in which a simple majority vote is required of those present.

Article X STATE BOARD MEMBERSHIP

Section 1: State Board Participation & Determination

The GSAHA Board will recommend a list of individuals who have shown an interest in representing GSAHA on the Utah State Hockey Board.

Participation on this Board requires compliance to the Utah Hockey By-Laws, attendance to required meetings and a fair representation of GSAHA as well as all hockey issues at the State level.

The number of positions available on the State Board for GSAHA representation is determined by the Utah Hockey By-Laws.

Section 2: Voting For State Board Membership

Once presented with a list of interested individuals, each GSAHA Board Member is allowed one elective vote. Each GSAHA team is also given the right to cast one vote for representation to the State Board. This will be represented by the respective Division Director, who will coordinate the votes with each team's representative accordingly and cast their vote as requested. The Division Director will be allowed the same number of votes as he/she has teams within their division.