

# CHARLESTON YOUTH HOCKEY ASSOCIATION

## BYLAWS

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### 1.0 NAME AND SEAL

- 1.1 The name of the Association is the LOWCOUNTRY HOCKEY ASSOCIATION known as the LHA. The LHA may be referred to as the “Association:” in these Bylaws.
- a) Effective June 1, 2006 forward, the Lowcountry Hockey Association will be known as and conduct business as Charleston Youth Hockey Association hereinafter known as CYHA.
- 1.2 The Association seal and logo of the CYHA shall be in such form and design as selected and shall bear the name of the Charleston Youth Hockey Association. The design shall be voted on and approved by the Board of Directors.

### 2.0 OBJECTIVE AND PURPOSE

- 2.1 “Association” is defined as a group of people concerned with the promotion, image, education, and enjoyment of youth hockey in the Tri-County area which includes, but is not limited to Berkeley, Charleston, and Dorchester counties, in the State of South Carolina.
- 2.2 The objectives of the CYHA are:
- a) To encourage, foster and promote the development and growth of the sport of amateur hockey within the Tri-County area, hereinafter known as the “Lowcountry”.
- b) To conduct certain affairs of USA Hockey, CAHA and CHL, and to regulate the sport of amateur hockey within the Lowcountry.
- c) To encourage and develop the mental knowledge, skills, ability and sportsmanship of all participants with respect to the sport of amateur hockey.
- d) To conduct and supervise youth hockey tournaments at the Carolina Ice Palace and other locations in the Lowcountry.
- e) To do any and all acts desirable and in furtherance of the foregoing purposes and for the purposes of assisting and engaging in all activities which serve educational purposes, which are permitted by the South Carolina General Corporation Law, and which are permitted to be carried on by an organization exempt from Federal taxation under the provisions of Section 501 (c) 3 of the Internal Revenue Code of 1986, as amended, and the regulations issued pursuant thereto, as amended, or by an organization to which contributions made are deductible under Section 170 (c) 2 of the Code and the Regulations.
- 2.3 In addition, the Association is formed for the purpose of assisting and engaging in all activities which foster national and international amateur sports competition, which are permitted by these Bylaws and which are permitted to be carried on by an organization exempt from Federal taxation under the provisions of Section 501 (c) 3 of the Internal Revenue Code of 1986, as amended (the “Code”), and the regulations issued pursuant thereto, as amended (the “Regulations”), or by an organization, to which contributions made are deductible under Section 170 (c) 2 of the Code and the Regulations.

- 2.4 To exercise all powers that are, or may hereafter be, conferred upon the CYHA by laws of the State of Incorporation, and to do any and all such other acts and things, including the making and performing of any contracts necessary, desirable and appropriate to carry out or accomplish any of the objectives or purposes of the CYHA, except as prohibited or forbidden by law or these Bylaws.
- 2.5 Nothing herein shall constitute members of the CYHA as partners for any purpose. No Officer, member or employee of the CYHA shall be liable for the acts or failure to act on the part of any officer, member, or employee of the CYHA. Nor shall any officer, member or employee be liable for the acts or failure to act under these Bylaws, excepting only acts or omissions to act arising out of his/her misfeasance.

### **3.0 NON-PROFIT STATEMENT**

- 3.1 The CYHA is and shall remain non-profit, non-sectarian and non-partisan.
- 3.2 The CYHA does not contemplate pecuniary gain or profit to any member thereof and is organized solely for non-profit purposes.
- 3.3 No substantial part of the activities of the Association shall consist of attempting to propose, support, oppose, advocate the adoption or rejection of, or otherwise influence legislation by propaganda or otherwise, and the Association shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision or these Articles, the Association shall not conduct or carry on any activities not permitted to be conducted or carried on by an association exempt from Federal taxation under Section 501 (c) 3 of the Code and Regulations or the corresponding provisions of any subsequent Federal tax laws or by any association contributions to which are deductible under Section 170 (c) 2 of the Code and Regulations or the corresponding provisions or any subsequent Federal tax laws.
- 3.4 No part of any net earnings of the CYHA shall inure to the benefit of any individual, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered by a Director, Officer, employee or agent and to pay principal and interest at a reasonable rate not exceeding current market rates on funds loaned or advanced by a Director or Officer of the Corporation.

### **4.0 LOCATION OF OFFICES**

- 4.1 **Principal Offices:** The principal office for transaction of business of the CYHA shall be located within the Carolina Ice Palace, 7665 Northwoods Blvd., North Charleston, SC 29406 or at such place or places as may be designated by the Board of Directors from time to time. Unless otherwise resolved, the principal office will be at the Carolina Ice Palace.
- 4.2 **Change of Principal Office:** The Board of Directors shall have full power and authority to change the principal office of the CYHA from one location to another within the Lowcountry area. Any such change shall be made by resolution, but shall not be considered an amendment to these Bylaws.

### **5.0 DEFINITIONS**

- 5.1 **USA Hockey:** The national governing body for the sport of amateur hockey, pursuant to the Amateur Sports Act of 1978, as amended and the duly authorized representative of the International Ice

Hockey Federation (NIHF) with exclusive jurisdiction over the conduct of play of the sport of amateur hockey as sanctioned by the NIHF within the United States of America.

- 5.2 **Association:** Any active amateur hockey association or club that has one or more registered team members which actively engage in the sport of hockey within the jurisdiction of, and who are properly registered with USA Hockey.
- 5.3 **Association Member:** Any person who meets membership requirements, has applied and been approved as a member, and is in good standing with the CYHA.
- 5.4 **League:** Any group of CYHA members that are organized together for the purpose of scheduling and playing games on a regular basis.
- 5.5 **Local Governing Body:** Any team, Club, League recognized by the CYHA which has initial, primary authority and responsibility to conduct its affairs and programs, including, at minimum, the conduct of its directors, officers, players, parents, coaches, minor officials, administrators, fans, participants and members within its participant program.
- 5.6 **CHL:** The Carolinas' Hockey League
- 5.7 **CAHA:** The Carolina Amateur Hockey Association. The Regional Affiliate for USA Hockey.

## **6.0 USA HOCKEY PREEMINENCE**

- 6.1 The CYHA, a member of USA Hockey, CAHA and CHL, shall abide by and act in accord with the Articles of Incorporation, Bylaws and Regulations, Playing Rules, and decisions of the Board of Directors of USA Hockey, CAHA and CHL and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of the CYHA.
- 6.2 Nothing contained herein, however, shall be construed to delegate the duties or responsibilities of the CYHA Directors or Officers to USA Hockey, CAHA, CHL, their Officers, Directors, agents or employees, nor shall this provision be construed to prevent the CYHA from implementing rules, policies, and procedures which may be more stringent than those of USA Hockey, CAHA or CHL, providing such rules, policies, procedures do not conflict with those of USA Hockey, CAHA, or CHL.

## **7.0 INDEMNIFICATION**

- 7.1 The CYHA, a member of CHL, CAHA and USA Hockey shall indemnify and hold harmless USA Hockey, CAHA and CHL, their Board of Directors, and each member thereof, the Standing Committees, and each member thereof, and all other elected, appointed, employed or volunteer representatives from any and all claims, liability, judgements, costs, attorneys' fees, charges and expenses, whatsoever, arising from the acts and omissions of the CYHA except to the extent
  - (a) that USA Hockey, or its afore described representatives caused such claims, liability, judgements, costs, attorneys' fees, charges or expenses by their own intentional neglect or default, or
  - (b) that such acts or omissions were the direct result of compliance with the Articles of Incorporation, Bylaws, Rules and Regulations, Playing Rules, or decisions of the Board of Directors of these organizations.

- 7.2 The CYHA understands and acknowledges that USA Hockey and its afore described representatives have assumed each assignment, function, office, or capacity upon the express understanding, agreement, and condition that they may be so indemnified and held harmless to the extent described by these Bylaws.
- 7.3 USA Hockey, CAHA and CHL shall reasonably cooperate with the CYHA in any litigation and provide reasonable support in connection therewith, including, but not limited to, advice and testimony upon reasonable request; provided however, that such cooperation shall not require these organizations to incur any out-of-pocket expenses not reimbursed by the CYHA.

## **8.0 MEMBERSHIP**

8.1 Membership in the Association shall be open to all persons of legal age who have an interest in promoting, participating in, or the advancement of youth hockey in the Lowcountry of South Carolina. Membership in the CYHA is subject to membership requirements and approval or refusal of the Board of Directors. There are three types of membership recognized within the CYHA:

(a) **Regular Membership:** Any parent/legal guardian of a participant within a recognized program of the CYHA is afforded a regular membership. To remain a regular member in good standing, all dues and/or fees must be current in accordance with current CYHA policy and/or procedures. Regular memberships are provided one vote per paid participant in any election or vote by membership ballot.

Coaches who are current with all criteria to maintain their coaching credentials and are claimed by the CYHA through USA Hockey as a coach for the current season will maintain a regular membership and be provided one vote in any election or vote by membership ballot.

(b) **Allied Membership:** An Allied membership is available by completion of a membership application and payment of an annual fee as set by the Board of Directors each year. Application for this form of membership will be accepted during the time period of August 1 through September 30 of each year. To qualify for Allied membership, applicant must not have a participant child or be a coach within CYHA programs. Applicants must also provide a current USA Hockey number that registers applicant as a volunteer for the current season. Allied members are provided one vote in any election or vote by membership ballot.

(c) **Honorary Membership:** Any Regular or Allied member in good standing may nominate and the membership elect, as an Honorary Member of the Association, any person who has been of assistance to the CYHA. Honorary Membership may be revoked at any time by a majority vote of the membership. Honorary Membership carries no voting rights or eligibility for office.

8.2 **Duties of the Members:**

(a) The membership shall have the entire management of the property and business of the CYHA and subject to the restrictions imposed by law, by the Agreement, and these Bylaws, shall have and may exercise all the powers of the Association.

(b) The membership shall have ample power to purchase, lease, pledge and sell all such personal and real property, to make all such contracts and agreements on behalf of the CYHA as it may be needful or convenient for the successful prosecution and conduct of its business.

- (c) The membership shall employ and for cause, remove all such persons and agents as it may deem necessary and proper for the conduct of the business of the CYHA and shall determine and fix the compensation and duties of all agents, clerks and servants of the CYHA except in such instances as are expressly specified by these Bylaws and amendments thereto, and in general, it shall do all such lawful acts and adopt all such lawful measures consistent with these Bylaws and amendments thereto, as it shall deem best calculated to promote the interest of the Charleston Youth Hockey Association.
- (d) At all meetings of the membership, no vote, ballot, act of resolution or the membership shall be valid or effective unless done by the affirmative assent of at least two-thirds of the members present and voting.

## **9.0 VOTING RIGHTS**

- 9.1 Each membership in good standing shall be entitled to one (1) vote as outlined in Section 8.0. Article 8.1, Items (a) & (b) of these Bylaws at any meeting of the membership that includes an election or vote by ballot.
- 9.2 A member in good standing is a registered member who has no outstanding obligations to the CYHA, financial or otherwise.

## **10.0 FEES AND DUES**

- 10.1 The CYHA Board of Directors shall establish dues and such other fees to be paid by each Member.
- 10.2 In addition to any such Regular Member dues and/or fees, the Board of Directors shall establish fees for Allied Membership within the Association. The amount of such fees, if any, shall accompany the Allied Membership Application. Application for this type of membership must be received during the designated application period of August 1 through September 30 each year.
- 10.3 Failure to pay fees or dues as prescribed shall cause the loss of good standing of the Association member or Registered Team member and may result in suspension or expulsion from the CYHA and USA Hockey.

## **11.0 RIGHT OF MEMBERSHIP REFUSAL**

- 11.1 The Board of Directors, shall have the right and discretion to refuse membership in the CYHA to any player, team, or individual within the criterion established by USA Hockey, CAHA and CYHA.

## **12.0 BOARD OF DIRECTORS**

- 12.1 The affairs of the CYHA shall be governed and managed by a Board of Directors elected by majority vote of the membership.
- 12.2 The number of Directors may be increased by majority vote of the Board and approved by the membership.
- 12.3 Any member interested in serving as a CYHA Director shall be eligible for election provided they are a voting member in good standing with both USA Hockey and CYHA. Additionally, effective with the election held in 2020, candidates are required to have attended at minimum, two (2) of the

Membership meetings held on a quarterly basis from the previous year. Elected Directors are required to be registered with USA Hockey, be SafeSport compliant and have completed a successful background screening utilizing the current procedures of CAHA and/or USA Hockey.

In special circumstances where quarterly membership meetings are unable to be held, the minimum eligibility requirements may be waived and approved by the Board. Special circumstances are defined as acts of mother nature or a State of Emergency declaration resulting in rink closure and/or where there are restrictions on the number of people gathering for an extended period of time.

**12.4 Duties of the Board of Directors:** Without restricting or limiting the duties imposed by law, by the CYHA Articles of Incorporation, or by the Constitution and governing documents of USA Hockey, the duties of the Board of Directors shall include, but not be limited to, the following:

- (a) Adopt, amend, revise, or repeal the Bylaws, Rules and Regulations of the CYHA.
- (b) Enforce the Constitution, Bylaws and Regulations of CYHA, CHL, CAHA and USA Hockey.
- (c) Maintain, revise, and ensure compliance with CYHA's Standard Operating Procedures (SOPs).
- (d) Remove from office any Officer by two-thirds (2/3) majority vote of the Board of Directors.
- (e) Fill the vacancy of any office caused by any reason.
- (f) Appoint the Chairperson of Standing Committees.
- (g) Establish and Collect Dues.
- (h) Ratify any temporary ruling by the President, Officers or Standing Committee(s) acting on the authority of the Board of Directors.
- (i) Call special meetings.
- (j) Have access to all CYHA financial records, review all CYHA expenditures and collections.
- (k) Any other such powers granted by the South Carolina Corporation Code, these Bylaws and the Bylaws of those organizations which the CYHA is affiliated with.

**12.5 Qualifications:** Elected Directors are required to be registered with USA Hockey, be SafeSport compliant and have completed a successful background screening utilizing the current procedures of CAHA and/or USA Hockey.

**12.6 Voting by Directors:** Each Director shall be entitled to one (1) vote. In the event of a tie vote, the CYHA President shall cast the tie-breaking vote, provided, however, that he or she may not cast a vote both as President and as a Director on any matter coming before the Board.

### **13.0 METHOD OF ELECTION OF CYHA DIRECTORS**

**13.1** There shall be staggered terms of office for Directors to allow for approximately one-half (1/2) of the directorships to be up for election each year. Positions will be elected in the following manner:

(a) Even Numbered years: President, Secretary, Travel Commissioner, Registrar

(b) Odd Numbered years: Vice President, Business Manager, House Commissioner

The year shall be determined by the date of year in which the election is held. Directors may run for an open position if they so choose. In the event they are elected to another Office, the vacated position will be filled by majority vote of the remaining Board of Directors. If the Director is not elected to the office, they will remain in their position until the expiration of their term.

- 13.2** Nominations for CYHA Director candidates must be received, no later than January 10<sup>th</sup> of each year, by the CYHA Secretary or such other person designated in writing by the CYHA Board of Directors. Nominations must be accompanied by a brief written statement about the nominee, outlining his/her hockey related experience, if any, and his/her interest or reason for running as a CYHA Director. The list of candidates for CYHA Directors shall be communicated to the Membership no less than seven (7) days prior to the CYHA annual election. There shall be no nominations from the floor for CYHA Directors.

The election of CYHA Directors will be facilitated by the CYHA Directors whose positions are not up for election that year. The voting process will be organized in a manner that aims to reasonably accommodate all eligible members (*i.e.*, house, travel, allied) while ensuring the integrity of the election process.

- 13.3** Voting Eligibility for CYHA Directors:

(a) The election of CYHA Directors shall be held by January 31 of each year.

(b) Registered members of the CYHA must be in good standing in order to cast ballots in the election of CYHA Directors.

- 13.4** Seating of newly elected CYHA Directors shall take place at the July CYHA Board of Directors meeting to coincide with the transition of fiscal years. To facilitate the onboarding and orientation for incoming Board Officers, newly elected Officers will shadow incumbent Officers in a non-voting capacity from February until they are seated on the Board.

- 13.5** Removal and Replacement of CYHA Directors: Any CYHA Director who fails to attend three (3) or more consecutive meetings may be removed by an affirmative vote of five (5) or more Directors present at a duly held Directors' meeting, provided that the removal is placed on the meeting agenda prior to the meeting and the Director to be removed is given written notice of the proposed action no less than seventy-two (72) hours prior to the meeting. The CYHA Board of Directors may replace the removed Director with another individual by a majority vote of the remaining Directors at a duly held Directors' meeting. The replacement Director shall remain in office for the unexpired term of the Director who was removed.

Any vacancy created on the Board of Directors, either by election, resignation, or for any other reason, may be filled by majority vote of the remaining Directors at a duly held Directors' meeting.

## **14.0 OFFICERS/DIRECTOR**

- 14.1** The Officers of the CYHA shall be elected by a majority vote of the voting members of the CYHA. The following Officers, at a minimum, shall be elected:
- (a) President (even election years)
  - (b) Vice-President (odd election years)
  - (c) Secretary (even election years)
  - (d) Business Manager (odd election years)
  - (e) Travel Commissioner (even election years)
  - (f) House Commissioner (odd election years)
  - (g) Registrar (even election years)
- 14.2** Appointed Voting CYHA Officer:
- (a) Hockey Director: This Officer shall be appointed by the Carolina Ice Palace to serve on their behalf as requested by the facility ownership.
- 14.3** The Officers of the CYHA, with the exception of the Hockey Director, shall be elected by January 31 of each year.
- 14.4** The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries, and one or more Assistant Business Managers, as it shall deem desirable. Such officers shall have the authority and shall perform the duties prescribed from time to time by the Board of Directors.
- 14.5** The Board of Directors may also appoint a paid administrator who shall be responsible for assisting the Board of Directors, the Officers, and the Standing Committees in performing all of the various administrative tasks required to fulfill their obligations and duties on behalf of the CYHA. The amount and types of reimbursement for such administrator shall be determined by the CYHA Board of Directors. Any such administrator shall not be a member of the CYHA Board of Directors, or an Officer or Board member of any other Hockey Association.
- 14.6** The President shall act as chairman of the Board of Directors, but shall have no vote except in the event of a tie vote by the Directors, in which case he/she shall cast the tie breaking vote.
- 14.7** Any two (2) or more offices may not be held by the same person at the same time.
- 14.8** Any Officer who is unable or unwilling to complete his/her full term of service for which they were elected, shall be replaced by a majority vote of the remaining Board of Directors.
- 14.9** Any Officer or agent, elected or appointed by the Board of Directors, may be removed from office by a vote of two-thirds (2/3) of the Board of Directors entitled to vote on the issue, whenever, in the judgement of the Board of Directors, the best interest of the CYHA would be served thereby, but such removal shall be without prejudice to subsequent re-election or appointment.



**14.10** The following order of succession shall apply in the event the President is unable or unwilling to perform his/her duties during a meeting.

- (a) Vice-President
- (b) Business Manager
- (c) Secretary

## **15.0 DUTIES OF OFFICERS/DIRECTORS**

**15.1** President: The President shall be the principal Standing Officer of the CYHA and shall, in general, supervise and control all of the business and affairs of the CYHA. The President shall have, but is not limited to, the following powers and duties:

- (a) Preside at all meetings of the Membership and of the Board of Directors at which he/she is present.
- (b) The power to call special meetings of the CYHA, at his/her discretion.
- (c) The power to determine questions arising from emergencies not provided for in the Bylaws or Rules and Regulations or CYHA until such time as they may be acted upon by the appropriate CYHA Standing Committee or the Board of Directors.
- (d) Attending and representing CYHA in other hockey meetings, including the USA Hockey Annual Meeting, any Southeastern District meetings, CAHA meetings, and CHL meetings.
- (e) Shall be an ex-officio member of all Standing Committees unless he/she otherwise qualifies to be a member of any such committee.
- (f) Shall sign, with the Secretary or other proper officer of the CYHA as authorized by the Board of Directors, any contracts or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other Officer or agent of the CYHA.
- (g) 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.

**15.2** Vice President: The Vice-President shall have, but is not limited to, the following powers and duties:

- (a) In the absence of the President or in the event of the President's inability or written abstention, the Vice-President shall perform all duties of the President, and when so acting shall have all powers of and be subject to all restrictions upon the President.
- (b) Shall Chair the Disciplinary Committee and ensure all requirements of USA Hockey's current Disciplinary Hearing Process as outlined in Bylaw 10 of the USA Hockey Annual Guide are met and adhered to in any required Disciplinary Hearing.

- (c) Perform such other duties as may be prescribed by the Board of Directors or the President from time to time.

**15.3 Secretary:** The Secretary shall have, but is not limited to, the following powers and duties:

- (a) Shall be custodian of the corporate records of the CYHA.
- (b) Shall record and maintain the minutes of the Board of Directors Meetings and the Annual Membership meeting.
- (c) Shall keep a register of the post office address, e-mail address, and telephone numbers for each member of the Board of Directors, each Officer and each Chairman of the Standing Committees.
- (d) Shall make all meeting arrangements (food, rooms, etc.) for CYHA meetings.
- (e) Shall perform such other duties as may be prescribed by the Board of Directors or the President from time to time.
- (f) Shall maintain minutes of all Standing Committee meetings.

**15.4 Business Manager:** The Business Manager shall have, but is not limited to, the following powers and duties:

- (a) If required by the Board of the Directors, he/she shall give a bond for the faithful discharge of the Business Manager's duties in the sum and with such surety or sureties as the Board of Directors may determine.
- (b) Shall have charge and custody of and be responsible for all funds and securities of the CYHA.
- (c) Shall receive and give receipts from monies due and payable to the CYHA from any source whatsoever, and deposit all such monies in the name of the CYHA in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these Bylaws.
- (d) Shall sign all checks, except as noted in 21.2 of these Bylaws.
- (e) Shall be responsible for filing all required financial statements, returns or other documents as may be required by governmental agencies to whom the CYHA has responsibility.
- (f) Shall prepare, maintain, and distribute, monthly CYHA financial reports to the Board of Directors and Officers.
- (g) Ensure that an audit of CYHA's financial records are completed as required by law or as requested by action of the Board of Directors and ensure that the CYHA's non-profit status with Federal and State authorities is maintained.
- (h) Shall perform such other duties as may be prescribed by the Board of Directors or the President from time to time.

**15.5 Registrar:** The Registrar shall have, but is not limited to, the following powers and duties:

- (a) Receive, record, and promptly forward to the Affiliate Registrar, all registration materials for members and CYHA teams. Be certain that all registrations and rosters are properly completed and comply with CHL, CAHA and USA Hockey regulations.
- (b) Maintain and is knowledgeable of the current USA Hockey Registration process.
- (c) Work closely with coaches and team managers to ensure that teams are properly rostered.
- (d) Attend any seminars for Registrars.
- (e) Ensure all volunteers are claimed for the CYHA and meet any current necessary screening and/or SafeSport requirements.
- (f) Generate any reports needed for the Hockey Director, Travel Commissioner and/or House Commissioner to ensure all coaches within the CYHA programs meet all current requirements of CAHA, CHL, and USA Hockey. This includes any background screening, SafeSport requirements, CEP certifications and Age Specific Modules as may be required by USA Hockey.
- (g) Inform Hockey Director, and appropriate program commissioner of any non-compliance so appropriate action may be taken.

**15.6 Hockey Director:** The Hockey Director's duties include, but are not limited to, the following:

- (a) Be responsible to the Board of Directors for the administration of the House and Travel programs along with any other hockey related activities within the Association.
- (b) Plan, develop, and organize skating, goaltending and checking clinics or any other clinics that will meet the needs of the Association's players.
- (c) Oversee the Evaluation/Tryout activities and acts as Chair of the associated committees.
- (d) Assists the House Commissioner with the activities of running the Association's House League and House/Rec programs, including, but not limited to scheduling, program development and budgeting.
- (e) Assists the Travel Commissioner with the activities of running the Association's Travel program, including, but not limited to, scheduling, program development and budgeting.
- (f) Is the contact point between the Association and any applicable Leagues.
- (g) Review the applications from coaches for the upcoming season.
- (h) Provide recommendations to the Board for coaching candidates.
- (i) Coordinate with coaches and the Board to develop and maintain the Association's philosophy.
- (j) Maintain a list of all Association coaches and their pertinent information, and communicate requirements for compliance with USA Hockey and CAHA coaching guidelines.

- (k) Contact point for all “play up” requests. Consult with coaches and present to the Board for final decision.
- (l) Must meet qualifications for the position to include, effective communication skills, Advanced level of USA Hockey’s Coaching Education Program, possess a strong understanding and knowledge of the skills involved with administering the overall hockey program, possess a strong commitment to the skill development of youth players, and have a strong background in the sport of hockey both as a player as well as a coach.

**15.7 Travel Commissioner: The Travel Commissioner’s duties shall include, but are not limited to:**

- (a) Oversee all activities and operations related to the Travel Program.
- (b) To provide a copy of the Travel Program Home game schedule and any changes that may occur to the CHL and the Referee Association.
- (c) Assist in the application process for selecting coaches for the Travel Program at the request of the Hockey Director.
- (d) Work with the Registrar to ensure all coaches meet the CEP, SafeSport and Background Screening requirements as set forth by USA Hockey.
- (e) Work with the Hockey Director in the organization and execution of Travel Team try-outs.
- (f) Update, in a timely manner, the CYHA website with pertinent Travel Program information to include schedules, statistics and articles of interest to the CYHA.
- (g) Ensure scoresheets from CHL home games are reported to the CHL each Monday following the games
- (h) Attend CHL meetings at the direction of the President and act as the CYHA representatives in his/her absence at such meetings.
- (i) To carry out such other duties as may be assigned by the Board of Directors.
- (j) Ensure all Travel teams comply with policy set forth in the CHL Operating Rules.

**15.8 House Commissioner: The House Commissioner’s duties shall include, but are not limited to:**

- (a) To appoint a Coordinator for each Division within the House Program.
- (b) To provide a copy of the House program game schedule and any changes that may occur to the Referee Association.
- (c) To oversee all activities and operations related to the House program.
- (d) To aid in coordinating the House program’s team pictures.
- (e) To carry out such other duties as may be assigned by the Board of Directors.

- (f) Ensure that Association website is updated with House program information as required.

## **16.0 CONFLICT OF INTEREST POLICY**

- 16.1 CYHA will follow CAHA's Conflict of Interest policy found in section 16.0 of the CAHA bylaws as linked here: <https://www.carolinahockey.org/bylaws>.

## **17.0 STANDING COMMITTEES**

- 17.1 The CYHA Board of Directors shall establish committees. The following committees will be established:
  - (a) Fundraising
  - (b) Grievance/Disciplinary
  - (c) Growth
  - (d) Player Development
  - (e) Scholarship
- 17.2 Except for the Chair of the Committee, who shall be appointed by the Board of Directors, the members of these Standing Committees may be appointed by the Chair of the Committee. The CYHA President shall have the absolute right, at his or her discretion, to appoint one (1) person of his/her choosing to each Standing Committee who shall be a CYHA Officer.
- 17.3 As a minimum, one (1) or more Directors shall serve on each Standing Committee. The CYHA President shall also serve as an ex-officio member of each Standing Committee, except the Nominating Committee, should one be formed, if not otherwise appointed to that Committee, but shall not vote nor shall his/her presence be counted for purposes of determining a quorum, when serving in an ex-officio capacity. The CYHA President shall serve as a liaison between the Standing Committees and the CYHA Board of Directors.
- 17.4 The Board of Directors, may at any time, establish such other Standing Committees as it shall deem desirable or necessary. Members of such other Standing Committees shall be appointed by a majority vote of the Board of Directors and such Standing Committees shall have the authority and shall perform the duties prescribed from time to time by the Board of Directors.
- 17.5 Any Standing Committee member who is unable or unwilling to complete his/her full term of service for which the member was appointed, shall be replaced by Chair of the Committee.
- 17.6 Any Standing Committee member appointed by the Board of Directors may be removed from the committee by a vote of two-thirds (2/3) of the Board of Directors whenever, in the Board's judgement, the best interest of the CYHA would be served thereby, but such removal shall be without prejudice to subsequent reappointment or appointment to another Standing Committee.

- 17.7 The objectives, programs, budgets and fees proposed by each Standing Committee shall be subject to the approval by majority vote of the full Board of Directors.
- 17.8 Nothing herein should be construed that the Standing Committees are to be organized in an identical manner or that the objectives and programs of the Standing Committees will be the same. At a minimum, each Standing Committee will have a Chairperson.
- 17.9 All proceedings of Standing Committees shall be recorded and minutes of the meetings provided by mail, facsimile or electronically to all committee members and the full Board of Directors within seven (7) days if any Standing Committee meeting.
- 17.10 Each Standing Committee shall be allowed to place items on the agenda of the CYHA Board meetings under their respective Standing Committee to be voted on as any other agenda item in the prescribed manner.

## **18.0 STANDING COMMITTEE RESPONSIBILITIES**

- 18.1 **Fundraising:** The objective is to spread the cost of the programs over more people in the community, especially those who are not already involved in the CYHA. The duties and responsibilities shall be, but are not limited to the following:
- (a) Select and propose to the Board of Directors the fundraising activities of the CYHA.
  - (b) Supervise the participation of the CYHA membership.
  - (c) Utilize the current approved Sponsor program of the CYHA.
  - (d) Ensure that all obligations to sponsors are met.
  - (e) Monitor individual team fundraising to ensure compliance with CYHA procedures.
  - (f) Carry out such other details as may be assigned by the Board of Directors.
- 18.2 **Grievance/Disciplinary:** Responsible for ensuring compliance with CYHA, CHL, CAHA and USA Hockey rules and regulations by all teams, players, coaches, parents, and administrators of CYHA. The duties and responsibilities shall be, but are not limited to:
- (a) Ensure all complaints, grievances or disciplinary matters are in compliance with USA Hockey Bylaw 10 in the current USA Hockey Annual Guide.
  - (b) Provide a means for the membership to file a complaint.
  - (c) Conduct hearings on any and all grievances filed by the membership as allowed by USA Hockey Bylaw 10.
  - (d) Report hearing results and decisions to the Board of Directors and any other applicable authorities.
  - (e) Carry out such other duties as may be assigned by the Board of Directors.

- 18.3 Growth:** The Growth Committee's duties and responsibilities shall be, but are not limited to:
- (a) Planning and administering events to promote the growth of youth hockey in the Lowcountry. (i.e. Try Hockey For Free, CYHA Nights at Stingrays games, etc.)
  - (b) Plan events to educate the community about programs of the CYHA.
  - (c) Develop marketing materials to promote and inform the general public about CYHA programs.
- 18.4 Player Development:** The Player Development Committee's duties and responsibilities shall be, but are not limited to:
- (a) To assist the Board of Directors, Hockey Director, Travel Commissioner and House Commissioner in the development of an inclusive hockey program that supports the current player development model of USA Hockey.
  - (b) To provide the Association with recommendations for implementing the USA Hockey's American Development Model (ADM) across all age levels.
- 18.5 Scholarship:** Due to the sensitive nature of scholarship documentation submitted with each application, the Scholarship Committee will be comprised of the Board of Directors only. The Scholarship Committee's duties and responsibilities shall be, but are not limited to:
- (a) Shall select the recipients of any available scholarships each season.
  - (b) Establish and/or revise the Scholarship Applications as deemed necessary.
  - (c) Establish application deadlines each season.

## **19.0 COORDINATOR POSITIONS**

### **19.1 Community Outreach and Marketing Coordinator**

- (a) Open to any CYHA Members that are in good standing with the organization and have the time, energy, and passion to devote to the position. This position is designated by the CYHA board to assist with the mission of the CYHA but is not a board member position. The purpose of this position is to assist the CYHA in not only supporting their current endeavors but growing the presence of hockey in the Lowcountry.

### **19.2 SafeSport Coordinator**

- (a) SafeSport is USA Hockey's program related to off-ice safety.
- (b) CYHA shall have a SafeSport Coordinator whose duties will include monitoring the training of local CYHA members and volunteers, serving as the Association's contact for persons reporting suspected abuse, misconduct or other violations, and reporting such information as per USA Hockey SafeSport guidance.

### **19.3 Youth Coaching Coordinator**

- (a) Designed to create a critical link for the administrative and coaching functions that will deliver the programs, and implement the objectives taught in the Coaching Education Program (CEP) clinics. The position helps formalize the responsibilities and organizational structure of the CEP within the Association. The Youth Coaching Coordinator assists the Association in creating and affirming roles, responsibilities, and performance criteria for the Association's coaches.

### **19.4 House League Coordinator(s)**

- (a) Established to create a communication link between the House Commissioner and the parents/players of CYHA's House League. This position may be separated by divisions (i.e., 8U/10U & 12U/14U) is serves to disseminate information, serve as a resource, and ensure a smooth functioning House League.

### **19.5 Safety Coordinator**

- (a) Open to any CYHA Members that are in good standing with the organization and have the time, energy, and passion to devote to the position. This position is designated by the CYHA board to assist with the mission of the CYHA but is not a board member position. The purpose of this position is to assist the CYHA in implementing player safety initiatives of USA Hockey.

## **20.0 EXONERATION FROM PERSONAL LIABILITY**

- 20.1** CYHA hereby consents and declares that each Officer, members of the Standing Committees, chairman and members of all other committees, and all elected or appointed officers, agents, administrators, and officials in any capacity, shall be deemed to have assumed office or assignment on the express understanding, agreement and condition that each one of them and his/her heirs, executors and administrators, estate and effects respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the CYHA, from and against all liabilities, judgements, costs, charges and expenses whatsoever which such member sustains or incurs in or about any action, or suit or proceeding which is brought, commenced or prosecuted against him or her for and in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or her in or about the execution of the duties of his/her office and also from and against all other costs, charges and expenses which he or she sustains or incurs in our about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own willful neglect, intentional wrongful act, or fraudulent act.

- 20.2** CYHA, through USA Hockey, shall maintain Directors and Officers insurance in effect at all times.

## **21.0 MEETINGS**

### **21.1 Board of Directors Meetings:**

- (a) Meetings will be held monthly at the convenience of the seated Board. Notice of meetings, indicating time and location for regular meetings will be communicated to the CYHA membership by means of the Association website, email, and/or social media.



- (b) Standing Committee Chairpersons will be appointed at the next regular meeting of the Board following the Annual Meeting of the Board of Directors or sooner at the Board's discretion.

**21.2 Standing Committee Meetings:**

- (a) Meetings of Standing Committees shall take place as needed, but no less than once a quarter, with the exception of the Grievance/Disciplinary Committee which will meet as needed per the current procedure listed in Bylaw 10 of the current USA Hockey Annual Guide.

**21.3 Annual Membership Meeting:**

- (a) The Annual Membership Meeting of the CYHA will be held at the end of the current hockey season. Date to be determined by the Board of Directors but must be held no later than April 30.
- (b) Notice of the Annual Membership Meeting time and location shall be communicated to the Membership at least one (1) week prior to said meeting.

**21.4 Action by Ballot:**

- (a) Any action which may be taken at a regular or special meeting of the CYHA may be taken without a meeting. If an action is taken without a meeting, the CYHA shall distribute a written or electronic ballot to every person entitled to vote in the matter. The ballot shall set forth the proposed action, provide an opportunity to specify approval or disapproval for any proposed action, and provide a reasonable time of not less than fifteen (15) days, nor in any event, later than March 30<sup>th</sup> of any year in which such action is to be taken within in which to return the ballot to the CYHA. The number of votes cast by ballot must equal or exceed the quorum required to be present at the meeting authorizing the action, and the number of approvals must equal or exceed the number of votes that would be required to approve at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot.
- (b) Ballots shall be solicited in a manner consistent with the requirements of giving notice of a called meeting as set forth in these Bylaws and of voting by written or electronic ballot as set forth above. All such solicitations shall indicate the number of responses needed to meet the quorum requirement with respect to ballots and shall state the percentage of approvals necessary to pass the measure submitted. The solicitation shall specify the time by which the ballot must be received in order to be counted.
- (c) The form of written ballots shall afford an opportunity on the form of written or electronic ballot to specify a choice between approval and disapproval of each matter or group of related matters intended, at the time the written or electronic ballot is distributed, to be acted on by such ballot. The form shall also provide, subject to reasonable specified conditions, that where the person solicited specifies a choice with respect to any such matter the vote must be cast in accordance therewith.
- (d) Unless otherwise provided in the Articles of Incorporation of the CYHA or these Bylaws, a written or electronic ballot may not be revoked once it has been deposited in the United States Mail, cast electronically or otherwise delivered to the CYHA Secretary or his/her designee.

**21.5 Action by other means: Any action which may be taken at a meeting of the Board of Directors to vote**

upon such action may be done by other means with said action being placed in writing and said writing being signed by all of such voting persons and then tabulated and recorded in the minutes of the next meeting. This shall include actions taken by telephonic conference calls or e-mail providing all parties involved can hear or read each other's communications. The content and substance of any such communications shall be recorded in writing and distributed promptly to all participants, the Board of Directors and Officers of the CYHA.

## **22.0 QUORUMS**

**22.1 Quorum for Membership Meeting:** Thirty percent (30%) of the members registered with the CYHA as of October 30<sup>th</sup> of the current playing season plus one (1) must be present in person at a meeting to constitute a quorum for the transaction of business at any meeting of the CYHA membership. A duly called or held meeting at which a quorum is present, may continue to do business until adjournment even after withdrawal of Members or their representatives which may have less than a quorum in attendance.

**22.2 Quorum for Meetings of the Board of Directors and Standing Committees:**

(a) A majority of the Directors then seated in office shall constitute a quorum for transaction of business by the Board of Directors.

(b) A majority of the respective committee members shall constitute a quorum for the transaction of business for any Standing Committee.

(c) A duly called or held meeting at which a quorum is present may continue to do business until adjournment even after withdrawal of Directors or committee members which may leave less than a quorum in attendance.

## **23.0 CONTRACTS, CHECKS, DEPOSITS, FUNDS AND FISCAL YEAR**

**23.1 Contracts:** The Board of Directors may authorize any officer or officers, agent or agents, of the CYHA, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of or on behalf of the CYHA and such authority may be general or confined to specific instances.

**23.2 Checks, Drafts, Other Methods of Payment:** All checks, drafts, or other methods of payment of money, notes or other evidences of indebtedness issued in the name of the CYHA shall be signed by such officer or officers, agent or agents of CYHA 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 of the Board of Directors, such instruments shall be signed by the Business Manager.

**23.3 Deposits:** All funds of CYHA shall be deposited from time to time to the credit of the CYHA in such banks, trust companies or other depositories as the Board of Directors may select.

**23.4 Gifts:** The Board of Directors may accept on behalf of the CYHA any contribution, gift, bequest or devise for the general purposes or for any special purpose of the CYHA.

**23.5 Reporting:** The CYHA Business Manager shall provide the Board of Directors with an itemized listing of all checks issued and deposits made on a monthly basis.

23.6 Fiscal Year: The fiscal year of the CYHA shall begin on July 1 and end on June 30 of the following year.

## **24.0 AMENDMENTS**

24.1 Bylaw Amendments: Unless the action would materially or adversely affect the rights of the Members to voting, Bylaws may be adopted, amended, or repealed by the Board of Directors by a vote of two-thirds (2/3) of the Directors present at the CYHA Annual Meeting or by vote by eighty percent (80%) of the Directors present at any other duly held meeting of the Board of Directors, except as provided in South Carolina Corporations Code with respect to required and optional number of directors, term of office, filling vacancies, quorums, proxy voting and cumulative voting.

24.2 Bylaw Amendments Affecting Member Voting Rights: Amendments or alterations to these Bylaws affecting the voting rights of members shall be made only at the Annual Meeting of the CYHA after specific notice to the President and Secretary of the CYHA has been given, in writing, not later than thirty (30) days prior to the scheduled date of said meeting. The Secretary shall communicate such proposed amendments or alterations to each member of the Board of the Directors and the Membership no later than the 1<sup>st</sup> of the month in which there is a quarterly Membership meeting in which such amendment is proposed. Notice to the members may be given through the Association website, e-mail or social media.

24.3 Approval of the Members: A majority vote of the Members entitled to vote and present at a meeting duly called and held is required for the adoption of any amendment or alteration to these Bylaws that affect the voting rights of a member.

24.4 Distribution of Bylaws and Rules: Prior to December 31<sup>st</sup> of each playing season, the CYHA shall provide a copy of its current Bylaws and Rules and Regulations to each member in good standing requesting copies.

## **25.0 BOOKS AND RECORDS**

25.1 CYHA shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of the Board of Directors and Standing Committees, and shall keep at its principal office, records giving the names and addresses of members of the CYHA Board of Directors entitled to vote. All books and records may be inspected upon written request, in accordance with current IRS guidelines for 501 (c) 3 organizations, by any member or his agent or attorney for any proper purpose at any reasonable time and with reasonable notice.

25.2 The CYHA shall retain a copy of all federal and state agency filings for a period three (3) years.

25.3 The CYHA provided shared document folders and email accounts will be transferred from outgoing to incoming Board of Director seat and shall be maintained as to ensure transfer of historical documentation and forms regarding the specific position. Board of Director members should utilize CYHA email accounts and not use personal email accounts when conducting CYHA business.

## **26.0 WAIVER OF NOTICE**

26.1 Whenever any notice whatsoever is required to be given under the provisions of the General Corporation Law of South Carolina, or under the Articles of Incorporation or by the Bylaws of the

CYHA, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## **27.0 JURISDICTION**

27.1 The CYHA shall have the sole and exclusive jurisdiction to conduct the affairs of the CYHA, CHL, CAHA and USA Hockey, to govern the Registered Team members of USA Hockey as defined in the USA Hockey Constitution, and to regulate amateur competition in the sport of hockey within the geographical confines of the Charleston, SC area under the Bylaws and regulations of the CYHA and the Constitution, Bylaws, Regulations and Affiliate Agreement of USA Hockey.

## **28.0 DISPUTE RESOLUTION**

28.1 It is the express purpose of this Article to establish a fair and orderly process for the resolution of disputes within the CYHA. The CYHA expressly adopts the USA Hockey Dispute Resolution, Discipline, Arbitration procedures as set forth in Bylaw 10 of the current Annual Guide as published by USA Hockey.

28.2 Pursuant to all procedures of Bylaw 10 as set forth by USA Hockey, after appropriate hearing by the CYHA Disciplinary Committee, the CYHA has the power of suspension in accordance with these rules.

28.3 Members wishing to appeal rulings of the CYHA Disciplinary Committee may do so by following the rules of appeal set out in the current Bylaws of CAHA.

## **29.0 SUSPENSION OR EXPULSION**

29.1 Players, parents, coaches and all other members within the CYHA are subject to the same rules, regulations, conduct, codes of ethics and are equally subject to suspension and exclusion as members. The President or Vice-President, officially acting in his place or stead, pursuant to the rules described herein and consistent with the current rules and regulations of USA Hockey relating to suspension and expulsion, may suspend any player, parent, team, team official, league or other constituent individual for conduct detrimental to the game, or for such other reasons as may be determined as grounds for suspension or expulsion by the Board of Directors.

## **30.0 RULES OF ORDER**

30.1 All meetings of the membership, Board of Directors and Standing Committees shall be conducted in accordance with the most recent edition of "Roberts Rules of Order" unless otherwise specified in these Bylaws.

30.2 The Order of Business for the CYHA Annual Meeting of Membership shall be:

1. Call to Order
2. Secretary's Report – Reading of Minutes
3. Treasurer's Report – Financial Report
4. Officers' Reports

5. President's Report
6. Standing Committee Reports
7. Old Business
8. New Business and Elections
9. Adjournment

**30.3** The Annual Meeting of the Board of Directors shall be held at the next regularly scheduled Board of Directors meeting following the Annual Meeting of the Membership. The Order of Business for the Annual Board of Directors Meeting shall be:

1. Call to Order – Roll Call
2. Appointment of Standing Committees (unless deferred)
3. Secretary's Report – Reading of Minutes
4. Treasurer's Report – Financial Report
5. Old Business
6. New Business
7. Adjournment

**30.4** The Order of Business for all other CYHA regular or special meetings shall be as follows:

1. Call to Order
2. Secretary's Report – Reading of Minutes
3. Treasurer's Report – Financial Report
4. Committee Reports
5. Old Business
6. New Business
7. For the good of the Association
8. Adjournment

### **31.0 SCREENING AND SAFE SPORT COMPLIANCE**

**31.1** General: The CYHA expressly complies with and participates in all current background screening programs of USA Hockey and CAHA. All coaches, volunteers and/or employees with routine access

to participant minor children within the CYHA jurisdiction must complete and maintain an acceptable background screening as defined by USA Hockey and/or CAHA guidelines and requirements. This required background screening must be obtained prior to participation in any CYHA program.

- 31.2 Method of Screening:** Participants requiring background screening must utilize and complete the current screening process as required by CAHA and found on the CAHA and the CYHA websites.
- 31.3 Refusal to be screened:** Any individual required to be screened who does not complete the screening process as required shall not be allowed to participate in any CYHA, CHL, CAHA or USA Hockey sanctioned events, including, but not limited to all team activities and any other “on ice” or “off ice” hockey activities.
- 31.4 Safe Sport:** The CYHA expressly complies with and participates in all requirements of the Safe Sport program of USA Hockey and CAHA. All coaches, volunteers and/or employees with routine access to participant minor children within the CYHA jurisdiction must complete and maintain Safe Sport training as required by the CYHA, CAHA and/or USA Hockey prior to participation in any CYHA program. Safe Sport training information is found on the websites of CYHA, CAHA and USA Hockey.
- 31.5 Non-Compliance:** Any coach, volunteer or employee required to have a background screening and/or Safe Sport training within the jurisdiction of the CYHA that is non-compliant with all requirements of the current season, will not be allowed to participate in any CYHA program until compliance is met.

## **32.0 DISSOLUTION**

- 32.1** The Association may be dissolved at any time with the written consent of not less than two-thirds (2/3rds) of its members. None of the property or assets of the Association shall be distributed to any member, but after payment of the debts of the Association, its assets shall be given to a charitable organization selected by the Board of Directors.

CYHA Bylaws revised and approved on March 7, 2021