MCAHA Governing Body (Executive Board)

Executive Board of Directors

- The MCAHA will be governed by a Board of Directors consisting of the following voting members
    - President
    - Vice President
    - Secretary/Treasurer
    - Hockey Operations Director
    - Community Relations Director
- The quorum for any Board meeting will be no less than three Board members.
- All board positions will be held for a term of two years. Elections for Board positions will be staggered so that each year approximately half of the Board positions will be open for elections.
- Board members are expected to attend all executive monthly Board meetings, MCAHA monthly Board meetings or notify the board of absence in advance.
- All members of the board are considered voting members and are elected volunteers that will not be compensated monetarily. However, League fees for the current season will be waived. (Does not include fees for any league sponsored tournaments.)
- The authority to operate the MCAHA is vested in the Board of Directors. The Board will have final decision making authority for policy and operations of the league. The Board must operate according to these governing body rules.
- A vote of a majority of the voting Board members present at a meeting in which a quorum is present will constitute the action of the Board unless a greater number of votes are required for an action as described in this document. In the event of a tie vote, the President will have the deciding vote.
- Nothing will preclude the Board from communication regarding issues, projects, decisions, etc. via text messaging or email. Votes may be conducted via electronic communication and will be noted as such in Board meeting/special session/emergency meeting minutes.
- A Board member may be removed from office, with or without cause, by a vote of no confidence from the majority of members of the executive board.

- Members of the Board are allowed only one vote regardless of how many positions they occupy.
- Board members may captain or manage teams, if desired.

Responsibilities of Board Members

1. **<u>President:</u>**
    a. The President will be the Chief Executive Officer of the league and in general will supervise all the business and affairs of the MCAHA.
    b. The President will be subject to the control of the Board, preside at all meetings of the MCAHA and Board of Directors. If unable to attend, the Vice President will preside over Board meetings.
    c. The President is responsible for signing all contracts and agreements for the MCAHA. All such agreements should be presented and approved by the Board.
    d. The President will set the Board meeting agenda with the input of the remainder of the Board.
    e. The Board President will be in charge of subcommittee formation and evaluation.
    f. In the event of a tie vote on an issue, the President's vote will determine the outcome.
    g. The President will perform all duties incidental to the office of the President and other such duties from time to time as assigned by the Board of Directors.

2. **<u>Vice President:</u>**
    a. The Vice President will preside at all meetings of the MCAHA and Board of Directors that the President is unable to attend.
    b. The Vice President will coordinate with the MCAHA Board to determine any recommended suspensions that exceed mandatory minimums as directed by MCAHA By-Laws and USA Hockey Rules. The Vice President will present recommendations to the Board for approval.
        i. Any information from an involved referee(s) and scorekeeper.
        ii. Referee Incident Reports.
        iii. Documentation of any recommended suspensions that exceed mandatory minimums as directed by MCAHA By-Laws and USA Hockey Rules.

ii. Making available any financial records to any member of the Board of Directors upon request and will render a statement to the Board of Directors at each monthly meeting.

iii. Disbursing monies and pay all league obligations only upon expressed approval and direction of the Board of Directors.

iv. Report to the Board of Directors on the status of any members of the MCAHA who may be delinquent in the payment of dues, fees, or other assessments owing to the MCAHA.

v. Will prepare or arrange for preparation and file all required State of Montana and Internal Revenue Service income tax returns, payroll tax and financial reporting necessitated under state or federal law in the time and manner as prescribed by law. (If required.)

e. The Secretary/Treasurer will update the MCAHA website verbiage and content at the instruction of the Board as well as posting Board meeting minutes to the website and Facebook page within one week of the meeting.

4. **Hockey Operations Director:**
   a. The Hockey Operations Director is responsible for all day-to-day activities for the MCAHA.
   b. The Hockey Operations Director will maintain accurate player, goalie and team statistics (to include attendance) for all MCAHA divisions.
   c. The Hockey Operations Director will assist in the development and maintenance of the player rating system records and work with the Player Ratings Subcommittee to rate players (i.e. rate skate sessions, adult learn to play or any program setup by the board).
   d. The Hockey Operations Director will coordinate with rink staff and make regular announcements to teams, referees, scorekeepers, and the Board as to play-off progression and any schedule changes.
   e. The Hockey Operations Director will be the default liaison to the Referee Subcommittee.
   f. The Hockey Operations Director responsible for ensuring teams follow all guidelines set forth in the bylaws.

5. **Community Relations Director**
   a. The Community Relations Director will develop public relation strategies that will promote the MCAHA's Mission.

b. The Community Relations Director will work to develop beneficial partnerships with the local hockey community to promote projects and events in efforts to raise funds for the hockey community.
c. The Community Relations Director will work with the President to write and release publicity material such as press releases.
d. The Community Relations Director (or designee) will be primary facilitator of MCAHA organized tournaments.
e. The Community Relations Director will serve as the MCAHA representative on any outside board seat made available to the MCAHA.
f. The Community Relations Director will organize community outreach programs, events and coordinate volunteers for all MCAHA programs.

Elections

- Applicants must be an active member within the past year, in good standing with MCAHA and intend to play in the upcoming year to be considered for a Board position.
- Any vacant/vacating positions for the Board need to be identified and posted by the last MCAHA Board meeting of the final season.
- The Secretary/Treasurer will post open positions for application. Applicants can then apply for vacant positions and submit to a Board member.
- Elections will be held by an established voting system set by the Board.
- For each elected position, the nominee receiving the most votes from the MCAHA membership will be elected. In the event of a tie, carry-over Board members will have the deciding vote. Should a decision still need to be rendered, a coin flip will determine the winner.
- Any vacancies that occur other than by term expiration will be filled by the Board. If the remaining Board members constitute fewer than the quorum of the board, they may fill the vacancy by the affirmative vote of a majority of all the remaining Board members.

Subcommittees

- The Board may create one or more Subcommittees to further the goals and mission of the MCAHA.
- At least one Board member must be the head of any created Subcommittee.
- To create a Subcommittee and appoint committee members to it, Board approval is required.

- Subcommittees require procedures to be approved and posted on the MCAHA Website.
- Subcommittee meetings outside the monthly board meeting are permitted and require minutes to be reported to the executive board and submitted to the Secretary/Treasurer to be posted on all public forums.
- Subcommittees are subject to all procedural rules governing the operations of the board itself.
- All appointed subcommittee members are NOT considered voting members of the MCAHA.
- Each Subcommittee may exercise the specific board authority which the Board confers upon the committee in the resolution creating the committee; provided, however, a committee may not:
    - Authorize distributions
    - Elect, appoint, or remove directors or fill vacancies on the Executive Board or on any of its committees; or
    - Adopt, amend, or repeal any articles or bylaws.

Executive Board Meetings

The Executive Board Meeting will consist of all voting Board members of the MCAHA. Select individuals may be invited to join an Executive Board Meeting if approved by the majority of the Board. The Board will meet no less than once a month and meetings should take place during the 1st week of every month. Due to the relatively small size of the Board and the exclusivity of the meetings, the time and place should remain fluid to accommodate the schedule of Board members.

These Sessions are designed to:

- Create a venue for discussing sensitive or confidential topics (e.g. audit, legal matters, league issues).
- Encourage board members to have frank and open conversations, and to explore different courses of action.
- Enable the board to discuss and make decisions without undue influence of league members, officials or rink personnel.
- Establish a safe space for peer-to-peer relationship building, and to discuss and resolve issues relating to the board itself.
- Set the agenda for upcoming General MCAHA Meetings.

Minutes of the Executive Board Meeting must be kept and posted on the MCAHA website. These Minutes are designed to show that an action was authorized by the Board and that the Board exercised due care in carrying out its duties. Two versions of the Minutes will be created; one that contains all confidential information, and one for members that contains a record of

any action taken at the meeting. These minutes will be kept separate from the General MCAHA Meeting minutes.

The Board may vote and make decisions during the Executive Board Meeting. The same rules and authority apply to the Board while it is meeting in an Executive Board Meeting session as in the open session of General MCAHA meetings. A quorum is still needed if voting is to occur during this executive session. The board should keep voting in executive sessions for confidential topics that would undermine confidentiality.

General MCAHA Meetings

General MCAHA Meetings will consist of all voting members of the Board and all Subcommittee Members.

Meetings are also open to current registered players with the MCAHA. (Non-Members of MCAHA will be granted time if requested in advance at the beginning of meetings.)

These meetings will occur as requested during the playing year. The purpose of these meetings are to have open dialogue between Executive and Subcommittee members, create and recruit individuals for Subcommittees and for league members to voice concerns to any MCAHA functions.

Minutes of the General MCAHA Meetings will be kept and posted on the MCAHA Website. All information discussed and noted in the Minutes will be treated as public information.

Emergency Meetings

Special "Emergency Meetings" may be called at any time by three or more members of the Board. Notification of the special meeting will include the nature of the business to be considered. All Board members will be notified prior to this meeting.

Miscellanea

- MCAHA Donations to an individual will be capped at $1000. Other donations (such as to the rink) are not limited, but are subject to Board approval.
- These Governing Body rules may be amended by affirmative vote of the majority of the voting members of the Board of Directors present at any Board meeting at which a quorum is present.

Certification

These Governing Body Rules are agreed upon by all currently elected members of the board and confirmed by signatures below:

7/10/24

Steven Martian, President Date

7/10/24

David Udey, Vice President Date

7/10/24

Travis Himmelspach, Hockey Operations Date

7/10/24

Donovan Porter, Secretary/Treasurer Date

7.10.24

Jeremy Williams, Community Relations Director Date