

## **BY-LAWS OF THE CORPORATION**

(Amended and Restated as of July 10, 2017)

### **ARTICLE I - ORGANIZATION**

Section One. Name. The name of the corporation shall be Kankakee Youth Hockey Club Inc. (Also referred to as K.Y.H.C.).

Section Two. Principal Address. The principal address of the Corporation shall be P. O. Box 267, Bradley, IL 60915.

Section Three. Non-profit and Exempt Status.

Section Four. Use of Funds. All funds and property of the Corporation shall be used and distributed exclusively for the purposes and in the manner set forth in these By-laws.

Section Five. Fiscal Year. The fiscal year of the Corporation shall begin March 1 and end on Feb 28 of the following year (hereinafter referred to as the "Fiscal Year").

Section Six. Board of Directors. The property and affairs of the Corporation shall be managed by a board of directors (the "Board") composed of not more than twenty (20) elected directors (the "Directors").

### **ARTICLE TWO - PURPOSE OF THE CORPORATION**

Section One. The mission of the Kankakee Youth Hockey Club is to provide high quality skill development in the sport of hockey for all players in a safe environment.

(a) to promote, encourage and improve the standard of amateur ice hockey; and

(b) to conduct an amateur hockey program consistent with the rules and regulations of USA Hockey, AHAI and the various leagues in which the Corporation's players participate.

### **ARTICLE THREE - MEMBERSHIP**

Section One. Members of the Corporation. Each family having one or more children registered and eligible to play in the Corporation's Instructional; Mite; Squirt; Pee Wee; Bantam; High School program (each referred to as a "Program") shall be a member of the Corporation (hereinafter referred to as the "Members" or a "Member" or a "Member Family").

Section Two. Rights of Membership. Each Member shall have all of the rights and powers to participate in the governance of the Corporation as set forth in the Corporation's Articles of Organization and these By-laws, including the election of Directors to the Board.

Section Three. Annual Meeting. The annual meeting of the Corporation shall be held in March at a place and time determined by the Board.

Section Four. Special Meetings. Special Meetings of the Corporation shall be called by the Executive Board if requested by the President or any three other executive Directors. The purpose of any such Special Meeting must be specifically stated by the President or the other Directors requesting that such meeting be convened.

Section Five. Notice of Monthly Corporation Meetings. The form and method of notice to the Members with respect to the Annual or Special Meetings of the Corporation shall be determined by the Secretary, provided that at least ten days' notice is provided to the Members by web site posting. The failure of any Member to receive such notice shall not make any actions at the meeting invalid, provided that a good faith effort was made to comply with the provisions of this section.

Section Seven. Voting. At any executive board meeting, each Executive Board Member shall be entitled to one vote on any motion put before the meeting.

Section Eight. Order of Business - Annual Meeting. The order of business at the **Annual Meetings** of the Membership of the Corporation shall be as follows:

- (a) Call to Order;
- (b) Reading of Minutes of Preceding Meeting;
- (c) Financial Report;
- (d) Coyote Committee's Report;
- (e) Irish Committee Reports;
- (f) Election of Members to the Board of Directors, if applicable;
- (g) Unfinished Business;
- (h) New Business; and
- (i) Public Comment
- (j) Adjournment.

#### **ARTICLE FOUR - THE BOARD OF DIRECTORS**

Section One. Board Eligibility. The Board of the Corporation shall be open to those members of the Corporation who are interested in and committed to the purposes of the Corporation, and have maintained in good standing standings of the corporation for no less than two years of membership, as stated in Article Three Section One of these by-laws.

Section Two. Terms of the Directors. The term of office for an Executive board member shall be two (2) years, commencing on the first day of a Fiscal Year and ending on the last day of a Fiscal Year. The terms of the Directors shall be staggered so that approximately one-half of the Directors' terms shall expire at the end of each Fiscal Year. In the event the President is absent, resigns or is voted out, the Secretary shall serve as the interim President. In the event that a Director resigns before his term has expired, the Board may, in its discretion, appoint another individual to fill the remaining term of the Director who has resigned. If the previous Director has served <50% of their term the newly elected board member shall serve the remainder of their term and be eligible to serve one (1) additional term. If the previous Director has served greater than 50% of their term, the new elected Director shall be eligible to serve two (2) additional terms. Unless completing another Directors term, or otherwise voted by two-thirds of the Board, no Director shall be eligible to serve for more than two (2) consecutive two year terms.

Section Three. Nomination, Election and Removal of Directors. The Board shall solicit and accept nominations for Directors from Members of the Corporation and shall prepare a ballot with all of such nominations included. In the event of a single nomination, the executive board has the right to fill the board position with a 3/5 vote. An election to fill the upcoming vacancies on the Board shall be supervised by the Board and held at the Annual Meeting of Members on such other date or dates prior to the end of the Fiscal Year as determined by the Board. Every Member shall be entitled to a single vote for each vacancy on the Board. No Member may cast more than one vote for a specific nominee.

In the event of a tie, the candidates with the most votes will draw a card from a deck of clubs only, ace high. The Candidate that draws the highest card will be the winner.

Upon a vote of 3/5 of all of the Directors, any Director may be removed with cause, after reasonable notice and an opportunity to be heard is provided to such Director. Failure to attend either (a) three (3) consecutive Board meetings without advance notice to the President or Secretary, or (b) at least fifty percent (50%) of the meetings of the Board during any Fiscal Year, shall be considered cause for removal from the Board.

Section Four. Quorum. Except as otherwise provided by these By-laws, the presence at any meeting of the Board of at least three Directors, including: (a) the President; and (b) all of the Committee chair persons, as hereinafter defined, shall constitute a quorum for a meeting of the Board. Only executive board members present at a meeting are entitled to vote on any matter, unless such absent Director provides specific written authority to another Director to vote on his or her behalf.

Section Five. Powers and Duties of the Executive Board. The business, property and affairs of the Corporation shall be managed by the Board of Directors, who shall have and may exercise all of the powers of the Corporation. Without in any manner limiting the general powers conferred or implied by the prior sentence, it is hereby expressly declared that the Board shall have the following specific powers and duties:

(a) to rule on all matters and affairs affecting the operation of the Corporation, specifically with respect to its size, goals and purpose and to establish operational policies and procedures with respect to such matters;

(b) to appoint all officers of the Corporation, assign duties to such officer, and delegate all necessary authority to each officer appointed, consistent with the provisions of these By-laws;

(c) to determine the type and number of teams which shall represent the Corporation and the leagues in which the teams shall play;

(d) to establish a budget, set fees for the Corporation's programs, and authorize the expenditure of Corporate funds, each consistent with the provisions of these By-laws;

(e) to direct the purchase of equipment and uniforms as required to ensure that all teams representing the Corporation are fully equipped and in the proper uniform sanctioned by the Corporation;

(f) to review and act upon any temporary decision of the President, as authorized under these By-laws; and

(g) to adopt procedures, policies, rules or guidelines for the Corporation which shall supplement these By-laws and govern many of the issues and day to day operations of the Corporation, and to amend such procedures, policies, rules or guidelines from time to time.

Section Six. Regular Meetings. Regular meetings of the Board shall be held each month, at a time and place as the President may determine. All such meetings will be posted on the website. It shall be the duty of the Secretary to inform the Director's of all Board meetings, including stating the purpose or purposes thereof,

providing an agenda of the anticipated matters to be considered, as well as the time and place of such meeting.

**ARTICLE FIVE - Executive Board/ Committees**

Section One. The officers of the corporation/Executive Board shall consist of a President, Treasurer, Secretary, Registrar, Coyote Committee Chair, Irish Committee Chair, and Rules and Ethics Chair. Prior to the commencement of fall registration, all committees, web master and Director of Hockey positions shall be chosen by the Board for the season to hold their offices at the pleasure of the Board. The Board may appoint such temporary acting officers as may be necessary during the temporary absence or disability of any regular officer.

(a) Prohibition on Multiple Capacities. Except as specifically provided in these by-laws, in order to avoid the appearance of a conflict of interest, no coach may serve on the Executive Board at any given time as long as they are a coach within the organization.

Section Two. **PRESIDENT** (voting): The President shall be the chief executive officer of the Corporation and shall preside at all meetings of the Board. In the absence or disability of the President, the Secretary shall perform the duties and exercise the powers of the President until such time as such absence or disability has ended. The President shall have all of the powers and duties conferred upon him by the Board, including:

(a) to call special meetings of the Members or the Board;

(b) to make decisions on matters not provided for in these By-laws until the next regular or special meeting of the Board;

(c) to oversee and supervise the implementation of all directives of the Board, including those directives made to other officers of the Corporation;

(d) represent, or designate suitable representation for, the Corporation at all meetings of USA Hockey, AHAI, and any other leagues or organizations in which the Corporation participates;

(e) unless otherwise specifically set forth in these By-laws, to appoint members of the Board's committees, including designating Chairpersons of such committees; the election of the President shall occur in odd numbered years.

Section Three. **TREASURER** (voting): The Treasurer shall be the chief financial officer of the Corporation and shall have charge of its financial affairs, funds, securities and valuable papers and shall keep full and accurate records thereof. The Treasurer shall deposit the moneys and securities of the Corporation in such depositories and on such terms and conditions as the Board may direct, and when so deposited, the Treasurer shall not be personally responsible for their safe keeping. The Treasurer shall render such reports relating to the moneys, funds, securities, investments, and fiscal affairs of the Corporation as may be required from time to time by the Board. The Treasurer or the President may sign or countersign checks, stocks, securities, contracts, leases, deeds, and other instruments as required by the Corporation and the signatures of both the President and the Treasurer are required for any single check in an amount greater than \$1,000. Neither the Treasurer nor the President shall pay out any money (check, debit or cash), invest any funds, transfer or dispose of any securities or other property, except on the authorization of the Board. The Treasurer shall be subject to a Background Check and discrepancies will be reviewed by the Board. The election of the Treasurer shall occur in odd numbered years.

Section Four. **SECRETARY**(voting): The Secretary shall have custody of the corporate seal; issue notices of all meetings of the Members and the Board; keep the minutes of all such meetings in books provided for such

purpose; and after each meeting, distribute a copy of the minutes thereof to each Director. The Secretary shall make such reports as the Board may require and shall have such other powers and duties as the Board may authorize. The Secretary shall have such other powers and duties as May specifically have delegated by the Board. The election of the Secretary to shall occur in even numbered years.

Section Five: **REGISTRAR**(voting): The Registrar shall be responsible for (i) organization and maintenance of Membership and player information and birth certificates; and (ii) filing all required membership forms, including IMR Forms and other materials required to be filed with USA Hockey, AHAI, SSSL and ISHL. Keeping payment records for membership. Preparing AHAI back ground check documents. Providing the executive board, a monthly membership payment status report. Distribution of dues notices and recordation of dues payments. The Registrar shall have such other powers and duties as may specifically have delegated by the Board. The election of the Registrar shall occur in even numbered years.

Section Six: **COYOTE COMMITTEE EXECUTIVE BOARD CHAIR** (voting): The Coyote Committee Chair is responsible for overseeing the day to day management of all Coyote teams. The Coyote Chair is expected to attend all NWHL meetings held monthly in Franklin Park as well as host regularly scheduled Coyote Committee meetings. The Coyote Chair should ensure that the Coyotes are compliant with all KYHC, NWHL, AHAI & USA Hockey rules and regulations. The Chair will give the Coyote Report & NWHL updates at all KYHC board meetings and will report to the Coyote Committee updates from the most recent KYHC board meetings. The Coyote Chair is the club's liaison to the KVPD and is responsible for obtaining and distributing all game and practice slots to the appropriate teams. The Coyote Chair is also responsible for the content and maintenance of the Coyote Den. The election of the Coyote Chair shall occur in even numbered years.

Section Seven: **IRISH COMMITTEE EXECUTIVE BOARD CHAIR** (voting): The Irish Committee Chair is appointed for the purpose of the day to day management of the Irish Varsity and JV teams. The Chair must be a voting member with a player on either the Irish Varsity or Irish JV team. Responsible for working with the other Irish Committee members to set an agenda and direction for the team to: establish a safe environment for players; recruit and retain high quality coaches; ensure that the Irish is operating within an established budget that ensure that long team viability of the team; and establish policies that promote community involvement in the team. The Chair should ensure the Irish is complaint with all KYHC, AHAI and ISSL rules and regulations, work with AHAI and other member teams to establish a game schedules and events, and provide regular updates on the status of the Irish team to the KYHC Board. The election of the Irish Committee Chair shall occur in odd numbered years.

Section Eight: **RULES AND ETHICS BOARD CHAIR** (voting): The R & E Committee Chair is appointed for the purpose of investigating and submitting findings with respect to alleged violations by corporation members, players, coaches, employees or agents of any applicable by-laws, rules and regulations, and/or policies, whether promulgated by the Amateur Hockey Association of Illinois (AHAI), any leagues or tournaments in which KYHC members participate, USA Hockey, the corporation, or other governing body having jurisdiction over the corporation, and its members, coaches, and players. The election of the Rules and Ethics Chair shall occur in odd numbered years.

## **ARTICLE SIX - FISCAL MANAGEMENT**

Section One. Annual Budget. The Executive Board shall prepare and the Board shall adopt to the commencement of fall registration. Included in this Annual Budget shall be the following:

- (a) the estimated cost of operating the Corporation for the next Fiscal Year; and
- (b) the projected revenues for the Corporation for the next Fiscal Year, including an estimated annual dues payment for each player participating in the Corporation's Programs during the next Fiscal Year and a proposed fundraising goal for the next Fiscal Year.

Section Two. Expenditure of Funds. The President and Treasurer have the power to expend the Corporation's funds provided such expenditures are consistent with the Annual Budget and other motions approved by the Board. The Treasurer shall report on expenditures made by the Corporation to the Board at each regularly scheduled Board meeting. All checks that are drawn in excess of \$1,000.00 shall require the signature of both the President and Treasurer. If a debit or cash expenditure in excess of \$1,000.00 is required, at minimum, the Treasurer must receive email approval from the majority of the Board or a special meeting may be called.

Section Three. Books and Accounts. The books and accounts of the Corporation shall be kept under the direction of the Treasurer.

Section Four. Review of Books and Records. At the close of each Fiscal Year, the books and records of the Corporation shall be examined, reviewed and, if requested by a majority of the Board, audited. The President of the Corporation shall cause the Treasurer to annually prepare a full and correct statement of the financial affairs of the Corporation for the preceding Fiscal Year, which upon completion shall be submitted to the Board and thereupon placed in the official records.

#### **ARTICLE SEVEN - MISCELLANEOUS**

Section One. Amendments. These Bylaws may be amended by majority vote of the Executive Board at any annual, regular or special meeting of the Board, provided notice of the proposed amendment is given in writing to all of the Directors at least seven (7) days before the meeting.

Section Two. Majority Vote. Unless otherwise provided for in the Articles of Organization or these Bylaws, for any meeting of the Members, the Board or any committee formed by the Board, a majority vote shall mean the votes of one more than fifty percent (50%) of the Members, Directors, or committee member's present at the respective meeting. For purposes of any of the aforementioned meetings, all Members, Directors or committee members must be present at the meeting to vote unless they have provided a written proxy votes to another Member or Director.

Section Three. Effective Date. These By-laws shall be effective immediately, except for the provisions relating to the establishment and election of Officers, which shall take effect for the Fiscal Year beginning July 10, 2017.

Section Four. K.Y.H.C Right of refusal of service and Registration:

By upholding the highest standards of sportsmanship and to demonstrate the K.Y.H.C strives to adhere to the mission statement (Article two section one) of the By-Laws, The K.Y.H.C. reserves the right to not accept registration for participation in any, and all sanctioned leagues (USA HOCKEY, AHAI, NWHL or Select tournament teams Spring or Fall), camps, on-ice development programming, off-ice programming or any other program authorized by the K.Y.H.C Board of Directors.

- (a) Basis of refusal of service and registration:
- (b) Should the K.Y.H.C board, through a simple majority vote, determine said registration jeopardizes the goals and mission statement of the organization.
- (c) Past or present conduct by the individual attempting to register, or any member of their family, extended family or former marital relationships.

- (d) Social networking which has engaged in conduct which resulted in any disciplinary action by the K.Y.H.C. Board of directors
- (e) The K.Y.H.C. shall NOT deny service or registration based upon race, religion, ethnicity, creed or sexual orientation.