



SANTA ROSA JUNIOR HOCKEY CLUB BY-LAWS

ARTICLE I: NAME

The name of the organization shall be the Santa Rosa Junior Hockey Club, hereinafter referred to as the Club.

ARTICLE II: PURPOSE

The Club is dedicated to developing a true and lasting love for the game of ice hockey. Developing ice hockey skills, good sportsmanship, teamwork, discipline and respect are the goals of the Club's programs. The activities of the Club are intended to foster an environment of fun and healthy competition for players, while creating an environment of shared community for their families.

ARTICLE III: MEMBERSHIP

Section 1: Member

Players registered with and fulfilling their financial obligations to the Club (Player Members), registered Coaches and Assistant Coaches, current members of the Club's Board of Directors, and past Presidents of the Club's Board of Directors are Members of the Club. Club membership is concurrent with the USA Hockey membership year.

Section 2: Associate Member

Parents or guardians of Player Members are Associate Members of the Club.

Section 3: Honorary Membership

Any individual with an active interest in the Club may be elected to an Honorary Membership by a simple majority vote of the Board of Directors for terms of up to two years at a time, renewable. Honorary Memberships are non-voting.

Section 4: Teams

Teams will be composed of Player Members of the Club and will be formed in accordance with the Club's Team Formation Guidelines.

Section 5: Suspension and Termination

- a. Any Member of the Club may be suspended from membership when delinquent in the payment of required dues or fees. Said Member may be re-instated upon payment of delinquent and current dues and fees.
- b. Any Member or Associate Member may be suspended for behavior detrimental to the Club. Temporary suspension of a Player Member may be recommended by the Head Coach of the Member's team. Temporary suspension of non-Player Members or an Associate Member may be recommended by a two-thirds majority vote by the Board of Directors. Dues continue to accrue if a Member or Associate Member is suspended.
- c. The Board of Directors may, by two-thirds majority vote, recommend terminating the membership of any Member or Associate Member for behavior detrimental to the Club. All dues accrued up to the time of termination remain due and payable.
- d. Unless a Player Member has been suspended due to receipt of a match penalty or for delinquency in payment of required dues or fees, in which case the suspension is automatic, the Club will follow the due process for suspensions and terminations contained in USA Hockey's By-Laws: Resolutions of Disputes, Arbitration and Suspensions.

ARTICLE IV: DUES AND FEES

Section 1: Payment

Dues and Fees shall be such sums as determined and promulgated from time to time by the Board of Directors. Annual dues shall be paid based upon a payment schedule which will be set by the Board of Directors, and announced no later than the Fall General Membership meeting. Special fees shall be due when assessed or as determined by the Board.

Section 2: Delinquency

Members in good standing are those that are not delinquent in paying dues or fees. Dues and fees are delinquent fifteen days after the due date and suspension of membership will be effective sixteen days after the due date. Notwithstanding the above, dues for the year must be completely paid 15 days prior to the last scheduled game of the regular season for the Player Member to be eligible to play in playoffs as well as any other post season games or tournaments. In addition, names of Player Members not in good standing will be submitted to NORCAL and shared with NORCAL member clubs and associations. Player Members not in good standing shall not be permitted to participate in team tryouts or NORCAL scheduled games per NORCAL Rules and Regulations.

ARTICLE V: BOARD OF DIRECTORS (THE BOARD)

Section 1: Board of Directors

The Board of Directors (Board) of the Club consists of four Officers (President, Vice President, Secretary and Treasurer) and ten Board members (Scheduler, Equipment Manager, Registrar, Special Events Coordinator, Communication Director, three Members at large, Tournament Director and Association Coaching and Educator (ACE) Coordinator). Each of the Board Members listed above shall stand for election each year. There is no limit to the number of terms a person may serve as a Board Member of the Club.

Section 2: Ex-Officio Positions

The President may appoint people to such positions as may enhance the operation of the Club if those duties cannot be fulfilled by an Officer. Those filling ex-officio positions may sit as part of the Board; however they shall not be eligible to vote in Board matters.

Section 3: Powers and Responsibilities

- a. The Board shall administer the affairs of the Club and its activities in accordance with these By-Laws.
- b. The Board shall meet no less than every two months.
- c. At each General Membership Meeting or periodically on the Club website, the Board shall present a report of its activities and proceedings to date.
- d. The Board shall prepare and approve a budget and financial statement of the Club's assets, expected income and expenses, and shall establish the membership dues and fees for the year. The budget year is from September 1 through August 31. This budget and financial statement shall be presented at the Fall General Membership Meeting and/or posted on the Club's website.
- e. The Board shall have sole power to authorize use of the Club's name and logo.
- f. The Board shall have sole power to authorize withdrawals of Club funds. The Board may delegate spending authority to Board Members within prudent limits, and subject to an approved budget. This authority is to be used only as necessary to conduct the Club's business between meetings of the Board. The Board shall approve all unbudgeted expenditures, prior to expenditure.
- g. All Board Members, Associate Members and Members must abide by NORCAL and USA Hockey Codes of Conduct.
- h. Any Board Member can be removed from office without cause by a two-thirds majority vote of the Board.
- i. All Board Members shall have one vote.

ARTICLE VI: ELECTION OF OFFICERS/BOARD OF DIRECTORS

Section 1: Nominations

At least sixty (60) days prior to the Annual Meeting, the Board shall appoint a committee of three Board Members of the Club to stand as the Nominating Committee. This committee shall place before the Club at least one nomination for each of the following: President, Scheduler, Equipment Manager, Vice-President, Registrar, Special Events Coordinator, Secretary, Communication Director, two Members at Large, Treasurer, Tournament Director. All candidates for elected office must consent to their nomination prior to the election. Additional nominations may be presented by Associate Members from the floor at the Annual General Membership Meeting. Persons who are not nominated by the nominating committee and are willing to run for office will have their name placed on the pre printed ballot as long as they make their wishes known to the responsible person at least seven days prior to the election date.

Section 2: Election

All nominations duly made shall stand for election by secret ballot at the Annual General Membership Meeting. Each Member in good standing is entitled to one and only one ballot. Ballots may be cast by a Player Member if they are eighteen (18) years of age or older, or by an Associate Member affiliated with the Player Member. (Examples of the number of votes granted in the election are as follows: a family with two Player Members shall have two votes; a family with a Coach and two Player Members shall have three votes; a Board Member who is also a Coach shall have one vote; a family with a Board member, a Coach (not the same person) and one Player Member shall have three votes.) Voting by proxy or by absentee ballot will not be allowed. The candidates receiving the most votes shall be declared elected to their respective offices.

Section 3: Term

Each Board Member is elected to a one-year term. Installation of the new Board shall be effective May 1st. The outgoing Treasurer shall maintain that position until May 30 to help the incoming Treasurer prepare the tax return for the completed year of business.

Section 4: ACE Coordinator

The President, Head Coaches and Assistant Coaches shall elect an ACE Coordinator as soon as practical after the Annual General Membership Meeting and, in no case, later than August 1st. Voting by proxy or absentee ballot is not permitted. Each person shall have one vote.

ARTICLE VII: POWERS AND DUTIES OF THE BOARD OF DIRECTORS OF THE CLUB

Section 1: The President shall:

- a. Serve as Chairperson of the Board and ex-officio member of all committees except the nominating committee.
- b. Preside over all Board and General Membership meetings of the Club.
- c. Sign and execute all contracts in the name of the Club, as authorized by the Board.
- d. Create ad hoc committees as necessary to address specific non-Coaching issues.
- e. Appoint the Chairpersons of all standing and ad hoc committee.
- f. Represent the Club in meetings and other proceedings of the Northern California Junior Hockey Association (NORCAL) or other state and national hockey organizations.
- g. Appoint replacements for positions vacated during the current term of office, with two-thirds majority Board approval.
- h. Ensure that all board members are doing their job in an appropriate manner.
- i. Serve other duties or functions as may be required by the Board.

Section 2: The Vice-President shall:

- a. Assist the President in the discharge of his/her duties.
- b. Serve in such capacities as may be assigned by the President.
- c. Perform the duties and exercise the powers of the President in his/her absence.

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- d. Organize Team and Player Photographs.
- e. Serve on the Tournament Committee.
- f. Investigate and settle any non-player/coach conduct complaints. If escalation is required, develop a recommendation on the action to be taken on these complaints and bring that recommendation before the Board for approval.
- g. Periodically review the Club's policies, guidelines, By-Laws and Team Formation Guidelines, and recommend updates or modifications to the Board.
- h. Serve other duties or functions as may be required by the Board.

Section 3: The Secretary shall:

- a. Record the minutes of all General Membership meetings of the Club and all Board meetings and report on each at subsequent meetings of each.
- b. Provide copies of the minutes of the most recent meeting of the Board to its members before the next meeting.
- c. Prepare the agenda of upcoming Board meetings with the approval the President.
- d. Deliver to each Board member, written notice of the time and place of special meetings (in person, by mail, e-mail or by fax).
- e. Maintain and update the Club's official files, records and corporate documents.
- f. Prepare and update as necessary a current Board of Directors roster list for NORCAL.
- g. Receive all official correspondence of the Club whether or not it is on official letterhead.
- h. Check the Hockey Payment Box one time per week during the regular season, deposit checks into the Club's account, and provide the Treasurer a written accounting of deposits.
- i. Serve other duties or functions as may be required by the Board.

Section 4: The Treasurer shall:

- a. Keep an accurate record of Accounts Receivable and Accounts Payable activities and report transactions at all board meetings.
- b. Accounts Receivable - collect all money for Dues, Registration, Scholarships, Tournaments, etc. and allocate where money is spend. Tracking late fees charged to member's accounts and writing letters to members whose checks are returned for non-sufficient funds.
- c. Accounts Payable - Pay all bills for The Club (storage, ice time, equipment, refunds, insurance, tournament costs, USA Hockey, NORCAL and CAHA, etc.). Coordinate paying of the Referee bills and ice costs to the Scheduler for approval prior to payment.
- d. Financial Statements - Prepare and supply all financial statements for the Club's accountant to prepare taxes at the end of the Club's fiscal year. Before the taxes can be prepared by the Accountant, the books must be reviewed by the President and Vice-President in office during the previous year if they are available and willing to review the books.
- e. General Duties - Responsible for changing signers on the bank accounts; responsible for collecting any and all back dues of Player Members who are past due on accounts; responsible for updating NORCAL of all Player Members not in good standing; responsible for supplying the Club with a budget at the Fall General Membership Meeting; report to the Board of Directors at meetings the account balances and outstanding Club bills.
- f. Serve other duties or functions as may be required by the Board.

Section 5: The Registrar shall:

- a. Maintain a current and complete Member roster and mailing list
- b. Attend NORCAL Registrars meetings whenever required. Communicate with other NORCAL officers as may be required.
- c. Maintain a current and complete roster of Coaches and Assistant Coaches.
- d. Ensure that each coach meets the minimum requirements set forth by USA Hockey.
- e. Ensure that all Registration, Birth Certificates, Team Rosters, and other required documents are received by the NORCAL and USA Hockey Registrar by the appropriate deadline.
- f. Provide each Team Manager or Coach with documents for each player on the team, required for Tournaments and Playoffs. Currently, this includes preparation of the Team Book as prescribed by NORCAL.
- g. Organize and conduct registration sessions as required for regular season and special programs.

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- h. Serve other duties or functions as may be required by the Board.

Section 6: The Scheduler shall:

- a. Liaise with NORCAL on all scheduling issues. Receive and disseminate information and material, including but not limited to game schedules and any scheduling changes.
- b. Attend NORCAL Schedulers meetings whenever required. Communicate with other NORCAL officers as may be required.
- c. Report to and advise the Club President, Director of Coaches and the Board on ice time needs, and ability to accommodate teams and other programs.
- d. Allocate, prepare and submit the season schedule for all the ice time necessary to accommodate the travel teams as requested by NORCAL and within the appropriate time frame.
- e. Schedule practice ice time for the travel teams, the house and the basic programs, the summer scrimmage, and any other summer programs, activities and clinics.
- f. Liaise with the ice rink management on ice time allocations, cancellations and schedule changes during the course of the year.
- g. Liaise with the Referee organization for scheduling, canceling, forfeiting and all other organizational matters related to games and exhibition games on and off-season.
- h. Prepare, post and distribute schedule in a timely manner to coaches and managers of the various teams, also to the rink management.
- i. Review and approve billing of ice time cost and referees cost for payment by the Treasurer.
- j. Coordinate the summer program, remit funds and prepare income/cost report to the Treasurer.
- k. Serve other duties or functions as may be required by the Board.

Section 7: The ACE Coordinator shall:

- a. Chair the Coaches Committee meetings.
- b. Work with the President to recommend Head Coaching assignments for each travel team, and the House and Basics programs, and bring those recommendations before the Board for approval.
- c. Assist each Head Coach as required on the selection of Assistant Coaches; approve the Assistant Coach recommendations of each Head Coach.
- d. Ensure that all coaches understand and adhere to the Team Formation Guidelines; attend tryouts and monitor the team selection process.
- e. Evaluate practice sessions and provide feedback to the Coaches.
- f. Investigate and settle player and coach disputes or conduct issues. If escalation is required, the Coaches Committee shall develop a recommendation on the action to be taken and bring that recommendation before the Board for approval.
- g. Convene periodic Coaches Committee meetings as required to resolve coaches' or on-ice issues, or as requested by the President. A minimum of four Coaches Committee meetings shall be convened annually.
- h. Develop coaches by encouraging and coordinating attendance at USA Hockey Coaches Clinics and other coaching clinics.
- i. Plan, organize and execute periodic skills workshops for Coaches and players.
- j. Establish a first aid program for all coaches and ensure that each coach attends.
- k. Establish and maintain a skills development program that crosses both the Basics, House and Travel Team programs to ensure a consistent progression from one program to the other. Monitor the progress of the Basics, House and travel teams against the skills development program throughout the year.
- l. Schedule coaches for the summer programs.
- m. Communicate with NORCAL and USA Hockey as necessary on all issues related to coaching for the Club.
- n. Serve other duties or functions as may be required by the Board.

Section 8: The Equipment Manager shall:

- a. Determine equipment needs, purchase equipment within the budget determined by the Board of Directors, manage the storage of the Clubs equipment and maintain an inventory of the Club's physical assets.

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- b. Assist the Basics programs in issuing and receiving equipment.
- c. Maintain a record of deposits made for loaned equipment; communicate with the Treasurer when equipment deposits need to be returned.
- d. Serve other duties or functions as may be required by the Board.

Section 9: The Special Events Coordinator shall:

- a. Coordinate and execute fund raising activities for the Club.
- b. Coordinate with the Treasurer, the expenditure and receipt of funds for fund-raising activities.
- c. Serve other duties or functions as may be required by the Board.

Section 10: The Communication Director shall:

- a. Maintain the Club's website with updated schedules and other pertinent information.
- b. Create and distribute flyers and handouts promoting Club membership
- c. Seek opportunities to publicize the Club and to solicit Club membership, and bring those opportunities to the Board of Directors for approval
- d. Serve other duties or functions as may be required by the Board.

Section 11: The Tournament Director shall:

- a. Head the Tournament Committee for all tournaments hosted by the Club.
- b. Prepare game schedules for all Club tournaments.
- c. Serve other duties or functions as may be required by the Board.

Section 12: The three Members at Large shall:

- a. One member shall coordinate information flow to all Club Members and act as liaison between the Board of Directors and the travel teams.
- b. One member shall coordinate all House activities and act as liaison between the Board of Directors and the House participants.
- c. One member shall serve as the Assistant Tournament Director.
- d. Serve other duties or functions as may be required by the Board.

ARTICLE VIII: COMMITTEES

Section 1: Executive Committee

The Executive Committee consists of the four Officers of the Club: the President, Vice President, Treasurer and Secretary.

Section 2: Coaches' Committee

The Coaches Committee shall:

- a. Be comprised of the President, the ACE Coordinator, the Head Coach of each Club Team, the Head Coach of the House Program and the Head Coach of the Basic Program. Assistant Coaches may participate. Each team and/or program shall have one vote on matters which require a vote, cast by the Head Coach or a designated representative.
- b. Formulate recommendations for any supplemental rules, policies or guidelines as necessary for the efficient and orderly functioning of the hockey teams or programs, and bring those recommendations before the Board for approval.
- c. Be responsible to the Board of Directors for the general management of the Hockey Club Teams and all on-ice issues.
- d. Solicit the names of the individual award winners from each travel and house team for the Most Valuable Player, Most Improved, Sportsmanship, and Inspirational Awards prior to the end of the travel team regular season.
- e. Select the Club winners for the SRJHC Perpetual Trophies for the Wiegand Most Improved Award, the Josh Fuchs Inspirational Award and the Murray Shortt Sportsmanship Award.

Section 3: Nominating Committee

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The Nominating Committee shall publish a list of proposed candidates at least fourteen days prior to the election. Prior to the Annual General Membership meeting, this committee shall submit to the Secretary of the Club, a list of candidates for each elected office.

Section 4: Financial Review Committee

The Financial Review Committee shall be comprised of the outgoing Treasurer, the incoming Treasurer and two Non-Board Members appointed by the Board. The Committee will conduct a mandatory financial review and examine the accounts and membership records of the Club within two months after the Annual General Membership Meeting elections and report its findings to the Board as soon as feasible. The Committee, with the approval of the Board if necessary, may engage a professional accountant.

Section 5: Tournament Committee

The Tournament Committee shall consist of the Tournament Director, Vice-President, one Member at Large and a minimum of three other Associate Members. The Committee shall decide the format rules, team selection process and coordinate and arrange the necessary volunteers to run the Tournament.

ARTICLE IX: MEETINGS

Section 1: General Membership

- a. A minimum of two Board meetings per year shall be designated as General Membership meetings. One shall take place in the Fall (September or October) to present the general program for the year, the budget and to consider any matters requiring a vote by the general membership and one in the Spring (March or April) to conduct general election of Officers and to consider any other matters requiring a vote by the general membership. The Spring meeting shall be designated the Annual General Membership Meeting.
- b. At least two weeks notice shall be given designating the time and place of a General Membership meeting. Minimum notice is posting a notice on the Club's website.

Section 2: Board of Directors

- a. The Board of Directors should meet every month or as often as necessary to conduct the business of the Club, and shall meet no less than every two months.
- b. A majority of the current Board Members shall constitute a quorum. A quorum for a full Board is eight members of the elected Board.
- c. Members and Associate Members of The Club may attend Board meetings. Portions of Board meetings may be closed to Members and Associate Members by the President in order for the Board to address confidential or sensitive information.
- d. Executive Committee meetings are closed to the General Membership.

Section 3: Action Without a Meeting

Any action allowed to the Board of Directors may be taken without a meeting provided that a two-thirds majority of the members of the Board consent to this action. Such written consent shall be filed with the minutes of the subsequent Board meeting. Written consent may take the form of electronic mail. Voting on actions taken without a meeting may be done by electronic mail.

Section 4: Rules

The rules contained in Robert's Rules of Order shall govern the Board meetings of the Club in all cases in which they are applicable unless they are not consistent with these By-Laws and any special rules of order the Club may adopt.

ARTICLE X: CONTRACTING FOR SERVICES

Section 1: Contracting for Services

To the extent possible, services should be sought on a voluntary basis. However, professional services may be contracted as deemed necessary by the Board at a cost not to exceed the "going rate." Examples of such services include tax preparation, auditing, professional skating or other skills training.

ARTICLE XI: NORCAL AFFILIATION

Section 1: NORCAL Pre-Eminence

Santa Rosa Junior Hockey Club, a Member Club of NORCAL shall abide by and act in accordance with all NORCAL By-Laws, Rules and Regulations, and NORCAL'S decisions shall take precedence over and supersede all similar governing documents and/or the decisions of the Member Club in the event of a conflict. Further, the Member Club shall assist NORCAL in the administration and enforcement of the provisions of the By-Laws, Rules and Regulations and the decisions of the Board of Directors of NORCAL within and upon its members.

Section 2: Indemnity

Santa Rosa Junior Hockey Club, a Member Club of NORCAL, shall indemnify and hold harmless NORCAL, the NORCAL Board of Directors and each member thereof, the Executive Committee and each member thereof, committees of NORCAL and each member thereof, from any and all liability, judgments, costs, charges, and expenses whatsoever, which are brought, commenced, or prosecuted against NORCAL, or its representatives, for and in regard to any act, deed, matter, or decision made, done or permitted to be done about, or in relation to the local affairs of the Member Club through willful neglect and disregard of the NORCAL By-Laws, Rules and Regulations, and decisions of the Board of Directors and Executive Committee of NORCAL.

ARTICLE XII: AMENDMENTS

Section 1: Proposing Amendments

Amendments to these By-Laws may be proposed in the following manner:

- a. By resolution of the Board of Directors or
- b. By written petition to the Board of Directors from five percent of the Associate Members of the Club.

Section 2: Notice

The Secretary shall give notification of the proposed amendments as a motion at the Board Meeting held prior to a General Membership meeting at which the vote on the amendments is to take place.

Section 3: Voting

A two-thirds majority of those voting in person at a General Membership Meeting shall be required to amend these By-Laws. Voting by proxy or absentee ballot is not permitted. Each Member in good standing is entitled to one and only one ballot. Ballots may be cast by a Player Member if they are eighteen (18) years of age or older, or by an Associate Member affiliated with the Player Member.

ARTICLE XIII: Indemnification

The Club hereby consents and declares that each Board Member shall be deemed to have assumed office on the express understanding, agreement and condition, that each Board Member to the fullest extent permitted by law be indemnified and saved harmless from and against all liabilities, judgments, costs, charges and expenses whatsoever sustained or incurred in or about any action, suit or proceeding which is brought, commenced or prosecuted against him/her for and in respect to any act, deed, matter or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of his/her

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office and also against all other costs, charges and expenses which he/she sustains or incurs in or about or in relation to the affairs thereof, except in relation to matters as to which he/she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty.