



# Woonsocket North Stars Hockey Association

## By-Laws

As amended April 4, 2006

## **Section I Constitution**

### **Article I Name**

- A. The name of the organization shall henceforth be known as the Woonsocket North Stars Hockey Association, Inc.

### **Article II Purpose**

- A. To exist as a non-profit, tax exempt organization whose primary emphasis will be the promulgation of youth activities through the operation of a youth hockey program.
- B. To serve youth by organizing teams which will participate in local, state, regional. and national activities associated with and sanctioned by USA Hockey.
- C. To stress proper development of youngsters who will participate in the sports program so as to ensure their physical well being and to stress values, mutual respect, and good sportsmanship.

### **Article III Membership**

- A. All youth registered with the Woonsocket North Stars are to be considered as members. Said membership shall be referred to as Junior Membership.
- B. Parents or legal guardians of youth referred to in Section A are considered to be members of the organization. Said membership shall be referred to as Senior membership.
- C. Any adult, who is accepted and registered with the Secretary of the organization and Woonsocket North Stars registrar before the first meeting in April, shall be considered as a member of the organization. Any additional application for membership after the first board meeting in April would require a Board vote for approval. Said membership shall also be referred to as Senior Membership.
- D. Loss of Senior Membership, for just cause, will be determined by a simple majority vote of the board members. Notification of same will be done by registered mail to the individual(s) involved within seven (7) days of revocation.
- E. Senior Members and Junior Members will hold no voting rights.

### **Article IV Meetings**

- A. Regular business meetings shall be held at least once a month (unless a change is approved by the Board) at a place designated by the Board during the entire year. A minimum of forty-eight (48) hours notice shall be required to notify members of any change in meeting time or place for regular business meetings.
- B. Annual meeting of election of board members shall be held by the last Tuesday in April.

- C. The President shall, at a meeting in January, appoint a nominating chairperson from the Senior Membership to submit names for election of board members and officers at the annual meeting for elections in April. The nominating chairperson can name up to two (2) assistants to aid him/her in his[her] duties. Said assistants can be board members or officers but not limited to the same. These three will have the responsibility of contacting persons and determining interest and qualifications for serving on said board. They shall also be required to:
  - a. Post a notice in the rink advertising the elections and means of application.
    - i. Create and monitor electronic sign up sheet via WNS web site
    - ii. Submit names of all interested parties to the election meeting held in April.
    - iii. Run the election and ballot counting along with posting results and presentation of new board.
- D. The Board of Directors may provide for the holding without notice of additional regular meetings.
- E. Special meetings of the Board of Directors may be called by or at the request of the President or any two directors on a twenty-four (24) hour notice. Said matters should be restricted to matters of an emergency nature.
- A. A quorum of a majority of current board members is required to begin any board meeting. If a quorum is present when a vote is taken, the affirmative vote or a majority of Directors present is the act of the Board unless the Bylaws require the vote of a greater number of directors.
- B. Only items submitted to the President twenty-four (24) hours before a regular board meeting will be discussed and voted by the Board. No items falling under Good and Welfare will be voted on the night presented. Said items will be placed on the agenda of the next regularly scheduled board meeting.
- C. All board meetings, regular and special, will be conducted following the guidelines of Robert's Rules of Order.

#### **Article V Board Members**

- A. The board members of the Woonsocket North Stars shall not exceed sixteen (16) persons. To be elected a board member, one must receive a minimum of one-third (1/3) of votes cast. Board members must be Senior Members of the Woonsocket North Stars as per Article III.
- B. B.The Board of Directors shall set policies not specifically stated in these by-laws. The Board will review and approve the conduct of an annual audit performed by an appointed audit committee or public accountant hired by the Board. The Board will require a vote as outlined in Article X of these by-laws on all questions to

disband or merge the Woonsocket North Stars with any other organization. The Board of Directors shall be the governing body of the association. It shall have full power to transact all business for the Association that falls within the purpose of the organization.

- C. All duly elected board members and officers shall serve without remuneration.
- D. The outgoing board members shall elect the incoming board members first. Following the vote, the new board shall elect a Secretary, President, a Vice-President, and a Treasurer. The Board at that time or from time to time may elect more than one Vice-President; Assistant Secretary and Assistant Treasurer who must be members of the Board. The same person may hold any two or more offices excepting those of President and vice-president or Secretary, but no officer shall execute, acknowledge, or verify any instrument in more than one capacity. The Board may also appoint such other officers and agents as it may deem necessary for the transaction of business from time to time.
- E. All board members must submit to a BCI check by the AG's office.

#### **Article VI Duties of the Officers**

##### **A. President**

The President shall be the chief executive officer and shall have the responsibilities for the general and active business of the Association and shall see that all orders and resolutions of the Board are carried into effect.

The President shall preside at the annual meeting called for the election of board members and officers of the organization.

The President shall direct the chairperson of the nominating committee to orally present his or her report to the voting membership.

The President shall direct the Secretary to determine the eligibility of voting members in attendance to membership voting stipulations stated in these by-laws.

The President shall call for nominations for election, which shall be accompanied by secret ballot and in accordance with Roberts Rules of Order.

The duties of the President are to administer to the needs of the organization and to carry out policies as set by the Board. He/she shall represent or appoint a representative for any outside activity of the organization provided that said member be a member in good standing. He/she shall appoint members to standing committees and with the approval of the Board, may also create ad hoc committees for special projects. The President shall not vote on Board matters unless the vote is by ballot or his/her vote, as he/she intends to cast it, would change the outcome.

The President is responsible for setting and publishing an agenda for all regular business meetings. The President will establish a Discipline Committee, as stated in Article IX, which shall be empowered to make recommendations on all complaints properly brought before it.

B. Vice-President

The Vice-President shall assist the President as directed. He/she will have all of the authority of the President in the absence of the President. He/she shall vote on all board matters.

C. Secretary

The Secretary shall assume the duties of President in the absence of the President and Vice-President. The Secretary assists the President as requested by the President. The Secretary shall be responsible for keeping records of all meetings of the Association. The Secretary shall be responsible for answering all correspondence. The Secretary shall vote on all board matters. The Secretary shall furnish and distribute to Board Members published minutes of the previous business meetings at each business meeting. If a special meeting has been called, minutes will be furnished and distributed to Board Members at the next business meeting.

D. Treasurer

The Treasurer shall be the custodian of all funds and shall maintain all the financial records of the Association. The Treasurer shall receive and disburse moneys for the Association. A financial statement shall be made within three (3) months of the annual meeting and a statement of condition at monthly meetings.

The Treasurer shall render such accounts and present such statements to the Directors and President as may be required of him/her. The treasurer shall deposit the funds of the Association which may come into his/her hands in such bank or banks as the Board of Directors may designate.

The Treasurer shall be bonded at an annual cost of the Association. The Treasurer may be directed by the Board to arrange for an audit by a public accountant in order to certify financial records to be true and accurate, or work along with an audit committee selected by the Board. Said audit to show assets as of March 31. The Treasurer shall have the right to vote on all board matters.

**Article VII Term of Office**

- A. Term of office for officers and directors shall be for one (1) year or until their respective successors are chosen.
- B. Resignations during the period must be submitted in writing to the Secretary. Said resignations will be read and voted on at the next scheduled meeting. The President will determine replacement of resigned board member. If replacement is necessary, the President will request names to be submitted for election at the following board meeting. The terms of any Board member so elected shall expire concurrently with that of the existing Board.
- C. Board members may be removed for acts deemed injurious to the organization and the youth served. Removal for such reasons must be done by two-thirds (2/3) majority vote of the board.

- D. Failure to attend board meetings for reasons unknown to the President will result in expulsion. Failure to attend three (3) regular meetings for reasons unknown to the President shall result in a vote regarding continued service. Following the unexplained absence from the second meeting, the Secretary shall notify the member in question, by registered mail, of his/her status. At the third unexplained missed meeting and any subsequent unexplained missed meeting, a vote must be taken on the membership status of said person. Expulsion shall require a two-thirds (2/3) vote.

## **Article VIII Hockey Program**

### **A. Hockey Directors**

The Board shall appoint a Hockey Director. The Board as deemed necessary shall appoint assistants whose qualifications, experience, and performance has shown them to be knowledgeable and competent in areas involving the sport of hockey. The duties shall include:

- a. The recommendation to the Board for all coaches at all levels.
- b. The establishment and/or direction of a program of instruction and team play for all levels.
- c. The direction and supervision of all coaches at all levels.
- d. Other duties as assigned by the Board.

### **B. Coaches**

All coaches will be subject to Board approval. They must submit to a B.C.I. check by the A.G.'s office. They must attend one of two meetings specifically scheduled for the purpose of reviewing credentials and other details as required by the board. Those interested in coaching must submit their name to the Board or Hockey Director(s) in writing on the form provided by the Board. Each team will have a head coach, assistant coach(s), and Team Representative. The Head Coach will be responsible for the operation of the team and for delegating assignments to the Assistant(s) and Team Representative. The Head Coach, Assistant(s) and the Team Representative will be responsible to the Hockey Director(s) and the Board.

Parents will not be permitted to interfere with the operation of any team. Conduct unbecoming to the organization or injuries to the youth involved will be subject to Discipline Committee consideration.

### **C. Divisions**

The Woonsocket North Stars will provide the following programs:

- A. Learn-to-Skate for those interested in learning to skate.
- B. House League for those interested in learning the basics of the hockey game.
- C. Travel teams for Mites, Squirts, PeeWees, Bantams, and Midgets. Ages will be determined by current USA regulations.

Parents/guardians requesting a player to try-out at a higher level of competition than their age appropriate division must present a written letter of request to the Board of Directors by July 31 of each year. Requests to play in a higher division will be reviewed at the August Board of Directors Meeting. No player can play in a higher level of competition without approval from the Board of Directors.

D. Registrations-Tryouts

Registration will be done in accordance with the eligibility as established by [U.S.A. Hockey](#). Players will be charged a fee upon registration. Tryouts will be conducted at all team levels in order to ensure youngsters a fair and equal opportunity to make a team. All potential players must participate in more than half the total number of tryouts. Coaches will select players for teams based on abilities and skills.

Team placement of players on all levels by the tryout committee which will include the hockey director, coaches and a neutral evaluator. Team rosters will be flexible and subject to change until the date of submission of final rosters as determined by RIAHA. The Board reserves the right to set late registration fees. After the initial roster is formed changes can only be made by executive board approval after consultation with parent/guardian.

The Woonsocket North Stars will make every attempt to recommend a place for those skaters not selected for a traveling team.

E. Insurance

The Woonsocket North Stars shall provide insurance coverage for players and coaches with medical and general liability coverage provided by USA Hockey. The Board of Directors shall be covered by liability insurance.

F. Tuition

The Board of Directors and officers will annually set the tuition payment. Said tuition will be paid in installments set by the Treasurer and approved by the Board. Failure to make payments on the dates so indicated by the Board and Treasurer may result in a player being denied the ability to participate in any Woonsocket North Stars Youth Hockey Association sanctioned event. Payments shall be made to the Treasurer or his/her designee. Payment schedules unable to be met by parents shall necessitate said parents immediately contacting the Treasurer or President of the organization. The President and Treasurer shall determine the remedy required and the action to be taken to alleviate the problem. Players delinquent in their tuition balances for reasons unknown to the President or Treasurer will be required to pay tuition in full at the following years registration.

G. Refunds

Any requests for refunds must be made, in writing, to the President stating reasons for said requests. The Board shall resolve the matter at the first meeting held following the receipt of said request.

#### H. Scholarships

It is the intention of the Woonsocket North Stars to provide for as many youngsters as possible to participate in the organization. The Executive Board shall direct the Treasurer to determine those junior members whose family's financial standing would otherwise prohibit them from playing. The Executive Board and Treasurer will then determine the action to be taken and who is to receive assistance.

### **Article IX    Discipline**

#### A. Overview

Membership on a Woonsocket North Stars team is a privilege and should carry a sense of pride. For all Junior and senior members, this also means certain responsibilities. These responsibilities will be outlined giving examples of behavior that will not be tolerated, potential consequences, and the procedure for dealing with violations. Suspensions will be dealt with according to the USA Hockey By-Law Article 10 (Suspensions and Resolutions of Disputes).

#### B. Committee

The President shall appoint three (3) board members as a Discipline Committee who shall meet within ten (10) days of receiving a complaint form from the President. If any of the Discipline Committee members are directly related to any of the parties involved in the complaint being filed, the President shall dismiss that committee member for that complaint and assign a board member who is unrelated to the incident.

The Disciplinary Committee will review the complaint form. A hearing shall be held, at which time the alleged violator shall have the opportunity to be present and to be heard. The Discipline Committee shall determine whether, and to what extent, discipline is required.

The Disciplinary Committee will provide a written decision on all complaints.

#### C. Complaint Form

Complaint forms must be completed within seven (7) days of an incident. Complaint forms must be signed. Anonymous forms will not be accepted.

#### D. Implementation of Complaint

Anyone may file a complaint, in writing; to the President of the Woonsocket North Stars. The President will refer the matter to the Disciplinary Committee. Written decisions will be provided. All decisions are final.

#### E. Grievance Procedure

Grievances are available for expulsions only. Any senior member of a Woonsocket North Stars junior player may appeal any decision regarding the expulsion of that Player. In addition, senior North Star members may appeal their own expulsion. The grievance should be placed in writing and presented to the Woonsocket North

Stars Board of Directors within ten (10) days of the action taken. The Board will review the appeal and render a decision as soon as possible, but no longer than thirty (30) days after receipt of the written notice. The member involved shall not be permitted to participate in any Woonsocket North Stars sanctioned activity until the issue is resolved.

#### **Article X      How Amended**

The By-laws may be altered, amended, repealed, or added to by an affirmative vote of the Board Members representing two-thirds (2/3) vote of the Board of Directors, all present and in good standing, at the annual meeting or at a special meeting called for the purpose, provided however, that a written notice stating the alterations, amendments, or changes which are proposed to be made in said By-laws is sent to each member at his/her last known post office address, at least ten (10) days before the date of such annual meeting or special meeting. Only such changes as have been specified in the notice shall be acted upon. If however, all the members of the Board are present at the meeting, regular or special, or those not present consent in writing to the proposed amendments, these By-laws may be amended by a unanimous vote, without previous notice.

#### **Article XI      Adoption**

These By-laws were amended per Article X and were voted upon at a regularly scheduled meeting during the 2002-2003 season.

#### **Article XII      By-law Review**

The By-laws will be reviewed and appropriately acted upon every three- (3) years by a committee appointed by the President. Said committee will review and make recommendations to the full Board as per Article X.

#### **Article XIII      Indemnification of Directors and Officers**

"The organization shall have the power to indemnify, reimburse, and advance expenses to each person who at any time serves or shall have served as a director or officer of the organization, whether or not he/she continues to be a director or officer at the time, against all claims, liabilities, judgments, penalties, fines, settlements, and reasonable expenses, including attorney fees, incurred by such person, in connection with any threatened, pending or completed, criminal, administrative or investigative, to which he/she may be or become a party by reason of his/her being or having been a director or officer of the organization, to the fullest extent permissible by law. The provisions hereof shall not be deemed exclusive of any other rights to which such person may be entitled under any bylaw, agreement, vote of members or disinterested directors, or as a matter of law or otherwise, both as to action in another capacity while holding such office, and shall continue as to a person ceased to be a director or officer and shall incur to the benefit of the heirs, executors and administrators of such person."

Any indemnification under this section shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he/she has acted in good

faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful.