

South Tahoe Amateur Hockey Association Bylaws

Amended May 28, 2019 (Article IX)

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Article I TITLES AND DEFINITIONS

This organization shall be called the South Tahoe Amateur Hockey Association, here in designated as STAHA, whose home rink is located in South Lake Tahoe.

STAHA shall operate as a nonprofit, nonsectarian, nonpartisan organization, whose officers will serve without compensation.

Article II MISSION STATEMENT

To develop and promote the sport of youth ice hockey at all levels; to provide safe, supervised, and sportsmanlike training; and, to build character, sportsmanship, and citizenship, by offering both developmental/recreational programs and a competitive travel program.

ARTICLE III MEMBERSHIP

- A. All players registered with and fulfilling their financial obligations to the organization are Youth Members of STAHA.
- B. All parents or legal guardians of Youth Members are General Members of STAHA providing all requirements of the organization are being fulfilled.
- C. All coaches and assistant coaches without players in the program, will become General Members of STAHA upon appointment by the Executive Board.
- D. Persons who have an active interest in the organization may be recognized as Auxiliary Members only by application to and acceptance by the Association Board.

ARTICLE IV ORGANIZATION

STAHA is governed by the Association Board, which is comprised of both elected and appointed officers. Best efforts shall be made to encourage representation from across all team levels of STAHA, to avoid the composition of a board that is overweighted in terms of representation.

A. **Executive Board (Elected Officers)**

The Executive Board is the elected component of the Association Board. The elected officers shall be the President, Director of Development (who serves as the Vice President), Treasurer, Secretary, Director of Travel Hockey, Director of Coaching, and Director of Recreational Hockey. These officers are elected by a majority vote of the General Membership.

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B. **Association Board (Elected and Appointed Officers)**

The Association Board consists of the Executive Board and all appointed officers.

The appointed officers of STAHA include, but are not limited to the Registrar, Scheduler, Tournament Director, SafeSport Coordinator, Spring Program Coordinator, and Team Managers, all of whom are appointed by a majority vote of the Executive Board.

ARTICLE V ELECTED OFFICERS

A. **Election of Officers**

Election for the officers of the Executive Board shall be conducted and completed by March 31st of each year. In order to maintain continuity during changeover in Board positions, best efforts will be made for the election of officers to occur as follows:

In even years, the positions of President, Director of Development, and Director of Coaching are open for election.

In odd years, the positions of Treasurer, Secretary, Director of Travel Hockey, and the Director of Recreational Hockey are open for election.

Nominations to Executive Board offices must be made by a member in good standing.

Nominees must be members in good standing.

No member may hold more than one elective office at one time.

Should they be elected, officers must maintain compliance throughout their term with USAH, CAHA, NORCAL and STAHA Policies, Rules & Regulations.

All candidates will provide a statement outlining qualifications, goals, and previous board or other related experience.

All elected officers shall assume office and voting rights at the Association Board's Annual Meeting in April.

B. **Term of Office**

Executive Board officers will be elected for a two year term.

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C. Duties of Elected Officers

Elected officers must sign and comply with all required STAHA Board Member agreements and policies.

Elected officers must attend a minimum of 75% of all Association Board meetings, and all Executive Board sessions.

Elected officers must become familiar with STAHA bylaws and all current NORCAL, CAHA, and USAH requirements, guidelines and rules.

The **President** is responsible for all STAHA business, and shall:

- Oversee the performance of the duties of all elected and appointed officers of STAHA.
- Appoint standing and special committees, as deemed necessary.
- Call the meetings of both the Executive Board and the Association Board.
- Approve the distribution of the agenda of Association Board meetings.
- Together with the Treasurer establish a Budget Committee to develop the annual STAHA budget for presentation and discussion with the Executive Board, and approval by the Association Board.
- Sign all contracts and agreements on behalf of the organization, as authorized by the Association Board.
- Attend all NORCAL meetings as STAHA's voting representative, or appoint a proxy to attend.

The **Treasurer** is responsible for the tracking, record-keeping, collection and disbursement of all STAHA funds, and shall:

- Together with the President, establish a Budget Committee to develop the annual STAHA budget for presentation and discussion with the Executive Board, and approval by the Association Board prior to the start of the season.
- Provide a monthly financial report at all Association Board meetings, including status of members not in good standing, accounts receivable and accounts payable.
- Maintain an accurate record of *Accounts Receivable* and *Accounts Payable* activities.
 - Accounts Receivable** - Collect all monies for registration, tuition, scholarships, tournaments, etc. Administrate account balances in the registration system to ensure that tuition is paid in full by the December payment due date, unless a signed, approved payment plan is in place. Responsible for collecting all back dues of Youth Members before the end of the hockey season.
 - Accounts Payable** - Pay all bills for STAHA (ice time, referees, coach reimbursements, equipment, insurance, tournament costs, USAH, NORCAL, CAHA, etc.)
- Be responsible for the timely filing of the tax return.
- Appoint a Scholarship Committee to review any Scholarship applications.
- Report all Youth Members not in financial good standing to NORCAL.

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The **Secretary** is responsible for all STAHA records and correspondence, and shall:

- Be responsible for communications with the General Membership as directed by the Executive or Association Board.
- Maintain and update STAHA's official files, records and corporate documents.
- Prepare and distribute the agenda of upcoming Association Board meetings, with the approval of the President.
- Record the minutes of all Association Board meetings.
- Provide copies of the minutes of the most recent meeting of the Association Board to the General Membership in a timely manner.
- Be responsible for recording the voting, documentation, establishing quorum, etc for all Association Board meetings and the General Election.

The **Director of Development (Vice President)** is responsible for STAHA's player development, and shall:

- Be responsible for the development of coaches and players.
- Ensure STAHA is abiding by the USAH American Development Model (ADM) principles.
- Be responsible for seeking a variety of outside training opportunities and clinics for STAHA teams.
- Work with Director of Coaching, Director of Travel Hockey, and team coaches to coordinate tryouts, player evaluation, and player placement.
- Preside at STAHA meetings in the absence of the President. Any vote conducted in proxy of the President shall hold just as if that officer were present.

The **Director of Travel Hockey** is responsible for the oversight of STAHA's competitive travel league, and shall:

- Work with Director of Development, Director of Coaching, and team coaches to coordinate tryouts, player evaluation, and player placement.
- Ensure that Team Managers are trained for their duties, including but not limited to team binder management and submission for playoffs, and scoresheet submission compliance.
- Solicit interest for Team Manager appointments. Together with the Executive Board, select Team Managers.
- Research and present tournament options to teams, and assist Team Managers with tournament registration, as needed.
- Oversee the coordination of STAHA team uniform.
- Participate in the resolution of team issues throughout the season and shall be the point of contact on the Board for related concerns.

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The **Director of Coaching** is responsible for STAHA coach development, and shall:

- Be responsible for the recruitment and appointment of STAHA coaching staff, subject to the approval of the Executive Board.
- Coordinate annual coach certification and completion of required modules, ensuring roster eligibility. Arrange ongoing coach training opportunities.
- Work with Director of Development, Director of Travel Hockey, and team coaches to coordinate tryouts, player evaluation, and player placement.
- Ensure that STAHA is abiding by all USAH, NORCAL, and CAHA guidelines.
- Participate in the resolution of player/parent coaching issues throughout the season and is the point of contact on the Board for related concerns.

The **Director of Recreational Hockey** is responsible for the oversight of STAHA's recreational hockey program, and shall:

- Serve as the liaison between STAHA and the rink on recreational programs.
- Lead recruiting and promotional efforts for STAHA's recreational programs.
- Coordinate and lead STAHA'S in-house league program.
- Together with the Director of Development, coordinate 3 v 3 jamborees and other fun hockey events for STAHA.
- Oversee and support the Spring Hockey Program Coordinator.

D. **Vacancy of Executive Board Offices**

Resignation Should an elected officer of the Executive Board resign their position, the Association Board shall appoint an interim officer by majority vote if there is fewer than six months remaining in the term. A special election shall be conducted, allowing the General Membership to nominate and elect an officer, if there are six month or more remaining in the term.

Removal If any elected officer become remiss in his/her duties through failure to perform assigned functions, removal proceedings may be instituted.

ARTICLE VI **APPOINTED OFFICERS**

A. **Appointment of Officers**

Appointment to the offices of the Association Board shall be completed no later than May 31 of each year. Officers are approved by a majority vote of the Executive Board during an Association meeting.

Appointees must be members in good standing and maintain compliance throughout their term with USAH, CAHA, NORCAL and STAHA Policies, Rules & Regulations.

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B. Term of Office

Appointed officers shall serve a one-year, or in the instance of team managers, a one-season, term.

C. Duties of Appointed Officers

Appointed officers must sign and comply with all required STAHA Board Member agreements and policies.

Appointed officers must attend a minimum of 75% of all Association Board meetings.

Appointed officers must become familiar with STAHA bylaws and all current NORCAL, CAHA, and USAH requirements, guidelines and rules as they relate to each position.

The **Registrar** is responsible for maintaining an accurate roll of members, and shall:

- Be responsible to assure that all teams, players and coaches are in compliance with governing organizational requirements (NORCAL, CAHA, USAH), and serves as the go-between for the NORCAL Registrar and STAHA. Build team rosters in USAH and *Time to Score* for regular season, tournaments, and Spring season.
- Communicate deadlines and changes in protocol to the STAHA Executive Board, particularly the Director of Travel Hockey, as well as to all Team Managers.

The **Scheduler** is responsible for all STAHA ice arrangements, and shall:

- Serve as the liaison between STAHA and NORCAL, as well as STAHA and the rink, regarding all scheduling matters.
- Schedule all regular-season home games with NORCAL (Squirts through High School). Schedules all STAHA practices with the rink (Mites through High School).
- Monitor and communicate to STAHA any NORCAL scheduling changes/updates.
- Communicate all team tournament games to NORCAL.
- Cultivate a close working relationship with NORCAL Scheduler to ensure reasonableness and efficiency of travel games, and with the rink to secure deliverable practice schedules.
- Assist with the scheduling of STAHA-sponsored clinics and events.

The **SafeSport Coordinator** is responsible for implementing the SafeSport program, and shall:

- Attend and complete the SafeSport Coordinator certification training.
- Communicate the SafeSport process and program to STAHA members.
- Work with Team Managers to ensure compliance with SafeSport procedures.
- Ensure that STAHA is following protocol in an effort to maintain adherence to the SafeSport program and avoid litigation and/or harm to Members.
- Be open and available to Members.
- Work with NORCAL's SafeSport Coordinator to review all SafeSport reports.
- Ensure confidentiality of all reports.

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The **Tournament Director** is responsible for the planning and execution of STAHA's annual fundraiser tournament, and shall:

- Be responsible for all aspects of STAHA's fundraiser, the MLK Tahoe Invitational tournament including, but not limited to, advertising, club outreach, obtaining USAH Sanction, and preparing locker room and game schedules.
- Set up registration, conduct team research to ensure competitive play brackets, and confirm or deny registration.
- Secure lodging blocks; order player gifts, medals, banners and trophies; coordinate t-shirt vendor and photographer.
- Oversee volunteer committees and scheduling, including all Raffle/Silent Auction and social activities.
- Resolve any game time issues during the weekend event.

The **Team Managers** are responsible for the administrative tasks relating to their team, and shall:

- Work with the Registrar to ensure that all players have met USAH, NORCAL and STAHA requirements prior to participation, such as USAH registration, online STAHA registration, and player contracts.
- Maintain team binder, prepare and verify scoresheets following NORCAL protocol, and upload scoresheets within 24 hour of each game.
- Be responsible for all team communications in an effective and clear manner.
- Register teams for tournaments. Set up lodging room blocks.
- Serve as the liaison between the team and both the Association and the Executive Boards.
- Coordinate the Locker Room Monitor schedule and home game music and scorekeeping schedules with appropriately screened and/or trained volunteers, as well as various other volunteer needs on behalf of the team.

The **Spring Program Coordinator** is responsible for the implementation of STAHA's Spring Program, and shall:

- Work with the Director of Recreational Hockey Programs to deliver an off-season Spring Hockey Program open to STAHA players and newcomers.
- Recruit new and returning players and coaches.
- Identify jamboree or tournament opportunities for the Spring Hockey Program.

D. **Vacancies of Appointed Offices**

Resignation

Should an appointed officer of the Association Board resign their position, the Executive Board shall appoint a new officer.

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Removal

If any appointed officer becomes remiss in his/her duties through failure to perform assigned functions, the officer may be removed with majority vote of the entire Association Board.

Article VII MEETINGS AND VOTING

A. Executive Board Sessions

The Executive Board convenes in closed session. The Executive Board discusses confidential matters relating to issues such as safety, policy violation and personnel. Neither an agenda nor minutes is published. Any member of the Executive Board may call for such a meeting.

Conducting a Vote

The Executive Board votes independently of the Association Board **only** on matters of safety or imminent concern to STAHA. This will require two things: 1) the unanimous approval by the **entire** Executive Board, and 2) a general summary of action(s) taken at these meetings will be presented at the next Association Board meeting. If a unanimous vote cannot be achieved, the issue will be brought to the entire Association Board or to a special committee for further consideration.

Matters acted upon by the Executive Board shall be presented to and ratified by the Association Board.

B. Association Board Meetings

Association Board meetings are working meetings of the elected and appointed officers of STAHA. The Association Board discusses and may take action only on matters appearing on a meeting's agenda.

- All Association Board officers will give a verbal report at Association Board meetings. In the instance that an officer cannot be present, he or she shall provide a report for presentation by the President or the Secretary.
- Any member of STAHA may attend Association Board meetings and participate in discussion.
- Agendas will be emailed to the General Membership in advance of the meeting. All agendas and minutes for Association Board meetings will be published on STAHA's website.
- Any members may request the addition of an item to a future agenda by submitting in writing to either the President or the Secretary.
- Non-members are permitted to attend with prior approval from the Executive Board.

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- General Members and non-members do not vote at Association Board meetings. The Association Board officers vote on behalf of the General Membership of STAHA.
- Unapproved Minutes of all Association Board Meetings will be posted on the STAHA website within one week of said meeting. Minutes will be reviewed and approved at the following Association Board meeting.

1. **Conducting a Vote**

In order for the Association Board to conduct a vote, quorum must be established. Quorum at an Association Board meeting shall be established if a simple majority of the Association Board is present.

At any Association Board meeting, once quorum is established, a motion will pass with a minimum of three-fourths (75%) voting in favor of the motion.

In the event of a deadlocked vote, where a minimum of three-fourths (75%) vote is not obtained, the person presiding over the meeting may either unlock the vote with an additional call for vote or delay the vote until the next official meeting of the Association Board.

Any vote taken in the absence of a quorum shall be deemed null and void.

Voting via Skype, conference call or other live method of communication, where all members are able to participate in the discussion and vote, is allowed if quorum is met.

Absentee voting and voting by proxy is not allowed, and there can be no cumulative voting by any one person.

The Association Board may ratify actions without a meeting only by unanimous vote of the entire Association Board.

C. **Annual Meeting of the Association Board**

The Annual Meeting of the Association Board will take place in April of each year.

- A final report of STAHA's performance against objectives and an accounting of its financial goals will be presented by the Treasurer.
- Newly elected officers will be installed to the Executive Board.

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D. **General Membership Voting**

- For elections and other votes open to the General Membership, quorum is not required; instead, the simple majority will decide the outcome.
- General and Auxiliary Members of STAHA are eligible to cast a ballot in votes open to the General Membership.
- Only members in good standing are eligible to vote.
- Any vote of the General Membership must be acknowledged, recorded in minutes of an official meeting of the Association Board, and be approved by the Association Board.

Article VIII **RIGHTS AND RESPONSIBILITIES OF MEMBERS**

A. **Good Standing**

Privileges of membership require that a member is in good standing with STAHA. *In good standing* refers to those members fulfilling their financial obligations to the organization and in compliance with STAHA Policies and all STAHA Rules & Regulations.

B. **Access to Information**

Members are entitled access to information relative to the actions and finances of STAHA. Official documents including, but not limited to, meeting minutes will be posted on the STAHA website. Financial reports including budget projections shall be made available to any member in good standing with STAHA. Financial information shall remain privileged to members and confidential to non-members.

C. **Conflict Resolution**

Unresolved disputes or complaints involving members of STAHA may be referred to the Dispute Resolution Panel or another appropriate committee. In the event such dispute cannot be sufficiently resolved, the official documents governing USAH, CAHA or NOR-CAL, (in that order) may be referenced.

D. **Expulsion and Suspension of Members**

- In accordance with STAHA agreements signed by members at the beginning of each season, any member may be suspended or expelled for behavior deemed by the Executive Board to be detrimental to STAHA and its goals.
- Any member not in good standing may have their membership privileges suspended or may be expelled from the program by the Executive Board.
- Any suspension or expulsion must be by action at an official meeting of the Executive Board.
- Any member so suspended or expelled will only have their privileges reinstated by a unanimous vote at an official meeting of the Executive Board.

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Article IX. FINANCE AND MANAGEMENT

A. Incorporation, Registration, Tax Exempt Status

1. **Federal:** STAHA is registered with the Internal Revenue Service, operating as a tax-exempt 501(c)3 organization under the Federal EIN 83-0453819. Tax-exempt status was granted April 12, 2006. The corporation is responsible for filing a federal tax report annually.
2. **State:** STAHA is registered with the State of California, operating under the Exempt Organization Corporate ID#C2876905. The corporation is responsible for filing state tax reports annually to both the California Franchise Tax Board (FTB) **and** the Department of Justice's Registry of Charitable Trusts (RCT).
3. **State:** STAHA is required to submit a Statement of Information filing with the Office of the Secretary of State in every even year, with the filing deadline of June 30. This filing shall be completed by the Treasurer. A small fee is required with this even-year filing.

B. Fiscal Year and Tax Reporting

1. The fiscal year of the corporation shall be from May 1 to April 30th.
2. Tax filings are referred to using the fiscal year-end date of April 30.
3. Tax reports must be signed by the Treasurer or the President, and any tax preparer if one is used.
4. Signed copies of all tax reports and registration filings must be maintained by the Treasurer.
5. Tax reports must be filed **before** September 15 following the end of each Fiscal Year.
6. Tax reports shall be filed using the prior year's tax forms. (ie For fiscal year ending 4/30/19, the 2018 tax forms are to be used.)
7. If mailed, all tax reports and registrations must be signed and sent Certified Mail, Return Receipt Requested.
8. In the case of electronic filing, tax reports and registrations must be signed before submission, and copies of any submission, along with confirmation of receipt of those filings, must be maintained.
9. Should an extension be required for the filing of the Federal Tax Return, an accountant should be retained. There is a six-month grace period for tax filing in California, but this applies *ONLY* to organizations in good standing with the State.

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C. Annual and Biennial Corporate Filings

All members of the Executive Board are responsible for ensuring the annual filing of all required tax documents for the Corporation. The Treasurer is responsible for providing all documents needed at the end of the fiscal year, in order for the Board to ensure the timely filing of all annual tax returns. A Certified Public Accountant (CPA) may be hired by the Executive Board for the purpose of filing annual tax returns. Before the taxes can be prepared, the books must also be reviewed by the President and Vice-President who were in office during the previous year if they are available and willing to review the books.

1. Federal Form 990 or 990EZ

To maintain tax-exempt status, an annual tax filing with the IRS is required using Form 990 or Form 990E. There is no tax liability associated with this filing.

2. California Franchise Tax Board Form 199

To maintain tax-exempt status with the State of California, an annual state tax filing is required using California's Form 199. There is no tax liability associated with this filing.

3. Registration with the California Registry of Charitable Trusts

Annual registration of the Corporation is required using California's form RRF-1. A \$50 registration fee and a copy of our tax filing are required.

4. Statement of Information Filing

STAHA is required to update/submit the Corporation's Statement of Information filing with the Secretary of State. This must occur biennially, in every even year, before the filing deadline of June 30. This filing shall be completed by the Treasurer.

D. Tuition and Player Expenses

Tuition shall be established and approved by the Association Board in order to cover the costs of each program. Player equipment, *uniform* and travel expenses are not covered by tuition. For Members whose payment obligations to STAHA have lapsed beyond 30 days, the Executive Board may revoke that member's good standing privileges through suspension or expulsion.

E. Maintaining Financial Records

A reconciliation to the board's approved budget shall be provided to the Association Board every month, including the status of members not in good standing, accounts receivable, and accounts payable.

Both the Treasurer and the Secretary will maintain copies of all contracts and renewals relating to accountancy, bookkeeping, ice cost contracts, and any other contracts or agreements relating to the income or expense of the operation of the organization.

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F. **Account Signers**

The President and the Treasurer shall serve as designated signers on all STAHA financial accounts. An additional signer is also recommended. Designated signers for any STAHA bank account shall not reside in the same household, and at least one shall live in South Lake Tahoe. One signature is required for budgeted expenditures. Uncategorized and un-budgeted expenditures in excess of \$250 must be presented in advance to the Association Board for approval.

Article X. FUNDAMENTAL CHANGES

A. **Amendments to the Bylaws**

Amendments or changes to these bylaws may be effectuated only by a minimum of a three-fourths (75%) vote of the Association Board.

B. **Dissolution**

The disposition of any assets possessed by STAHA, should there be any at the time of dissolution, will be determined at such time.

Article XI. INDEMNIFICATION AND INSURANCE

All Members of this Corporation/Association/Organization shall indemnify and hold harmless all volunteers of this Corporation/Association/Organization, including but not limited to the Board and any other non-compensated officer or volunteer thereof, as well as NORCAL and its governing body and individuals therein, as well as CAHA, its governing body and those individuals, as well as USAH, its governing body and those individuals.

The Organization shall carry at all times all levels of insurance as required by NORCAL, CAHA, and USA Hockey.