

CHAMPLIN PARK YOUTH HOCKEY ASSOCIATION "CPYHA" BY-LAWS

ARTICLE I DEFINITIONS

Section 1.1

The name of the association shall be known as the "Champlin Park Youth Hockey Association" or "CPYHA".

Section 1.2

The official colors of CPYHA shall be navy blue, gray and white.

Section 1.3

The "Champlin Park Youth Hockey Association" and "CPYHA" are official designations of the Champlin Park Youth Hockey Association. Only the Board of Directors shall authorize the use of these names.

ARTICLE II MISSION STATEMENT

CPYHA's mission is to develop individual hockey players within a team concept to the extent allowed by each individual's physical abilities and interests.

PURPOSE

The Purpose of CPYHA is to promote ice hockey for all youths within the boundaries of Champlin Park High School as further defined by Minnesota Hockey. CPYHA will strive to create and sustain an environment where participants exhibit pride and a desire to remain. CPYHA will be successful by aligning solid leadership principles with positive coaching, strong member relationships, and fiscal responsibility. CPYHA will strive to provide the opportunity for hockey players to develop life skills that will serve them well beyond the ice rink. CPYHA will support the acquisition of facilities for the means of playing hockey. CPYHA is a feeder system to Champlin Park High School Hockey programs.

ARTICLE III ADDRESS

The address of CPYHA shall be:
Champlin Park Youth Hockey Association
P.O. Box 152
Champlin, Minnesota 55316

ARTICLE IV NONPROFIT

Section 4.1

This Association shall be nonprofit. In the event CPYHA ceases to be in operation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of CPYHA, dispose of the remaining assets of CPYHA, in such a manner or to such organizations organized and operated exclusively for education and charitable purposes as shall at the time qualify as an exempt organization under Section 501 (C)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be, by order of the District Court of Hennepin County, Minnesota, exclusively for such purposes or to such organizations which are organized, and operated exclusively for such purposes, as said Court shall determine.

Section 4.2

This Association shall have no capital stock and shall not be conducted for pecuniary profit for CPYHA or any of its members.

Section 4.3

All monies, donations or charitable contributions collected on behalf of CPYHA shall be subject to the approval of the Board of Directors for their specific use.

ARTICLE V MEMBERSHIP

Section 5.1

Any person(s) interested in the purpose of CPYHA is eligible for membership upon payment of the annual player registration fees. A player membership is limited to two (2) parents/guardians per player. A single membership also includes board members, CPYHA or CPHS head coaches or committee directors who may not also have a registered player in CPYHA.

Section 5.2

The term of membership shall be for one year.

ARTICLE VI FEES

Section 6.1

The annual registration fee of CPYHA shall be determined by the Board of Directors.

Section 6.2

The annual registration fee for the members shall be payable at registration. If fees aren't paid at registration, players shall be restricted from skating or removed from team rosters unless special arrangements are made with the President and Treasurer.

Section 6.3

Members have no registration rights until all unpaid fees are current.

Section 6.4

The Board of Directors has the authority to waive the annual fee for hardship reasons.

Section 6.5

Any member, who has paid the registration fee in accordance with Section 6.2, but fails to make proper team payment shall be given a fifteen (15) day grace period from the due date, at which time the team manager will either collect the payment or issue another fifteen (15) day grace period with approval of CPYHA's President and Treasurer. If the member fails to pay after the second grace period, the team manager will report the failure to pay to the President, at which time, the member will be asked to meet with the President to make a decision whether the skater will continue on the team or be removed.

ARTICLE VII MEETINGS

Section 7.1

The annual meeting of the members of CPYHA shall be held in April or May, at such a place as designated by the Board of Directors. Notice of the meeting shall be published on the official CPYHA website at least 20 days in advance. The primary purpose of said meeting shall be the election of officers for the ensuing year.

Section 7.2

The original Board of Directors listed shall be considered "Honorary Members" of CPYHA. They shall have no voting rights or eligibility to hold office subject to Section 5.1.

President: Ridgely Becher

Vice President: Gary Linder

Secretary: Marilyn Melberg

Treasurer: Chris Brown

Executive Board Members: Donald Gleason, James Daeffler, Phil Disch, John Bauer

Section 7.3 Special Meetings of the Membership:

Meetings of the membership may be held at any time, at the request of the President or a majority of the Board of Directors. Notice will appear on the official CPYHA website and sent by email to all CPYHA members at least seven (7) days prior to the meeting.

Section 7.4 Meetings of the Board of Directors:

Regular meetings of the Board of Directors shall be in at least ten (10) different months, at a time and place determined by the Board members and published on the official CPYHA website. Board members and Committee Directors are expected to attend every meeting. In the event a Board member has more than two (2) unexcused absences from regular or special meetings of the Board, the Board of Directors through private hearing and 2/3 majority vote of the full Board may terminate the term of office and appoint a new member subject to Section 10.7. Excused absences shall be approved by the President. The Gambling Manager shall present the monthly tax returns, projected expenses and lawful purpose expenditures for approval by the Board of Directors and recorded in the monthly board minutes.

Section 7.5 Special meetings of the Board:

Any member of the Board of Directors, at his/her discretion, may call and establish a special meeting of the Board, and shall in such a request notify each member regarding time, place and purpose of the special meeting. Such notice shall not be less than two (2) days before the meeting and any action taken shall be subject to ratification at the next regular scheduled meeting of the Board.

Section 7.6 Quorum at meetings:

A simple majority of the Board of Directors shall constitute a quorum at any meeting of the Board and at the annual meeting of the membership, provided said members present include a minimum of seven (7) Board Members.

Section 7.7 Order of business for the Annual Membership Meeting shall be:

- A. Call to Order
- B. Reading and Acceptance of the Minutes from the Previous Annual Meeting
- C. Treasurer's Report
- D. Election of Officers
- E. Directors' Reports
- F. Old Business
- G. New Business
- H. By-Laws Amendments
- I. Adjournment

Section 7.8 "Robert's Rules of Order" shall be the parliamentary authority for all matters of procedures not specifically covered by these by-laws.

ARTICLE VIII COMMITTEES OF THE BOARD

Section 8.1

The Board of Directors may, from time to time, approve the appointment of other board committees for specific purposes.

ARTICLE IX VOTING AND ELECTIONS

Section 9.1

At the annual membership or special membership meetings, each member in attendance shall be entitled to one (1) vote per person, limited to two (2) votes per membership as defined in section 5.1. All voting members must be in good standing, including current on all CPYHA team fees. No absentee ballot shall be granted.

Section 9.2

A complete list of registered members entitled to vote at the annual membership meeting can be made available for examination by any member during or after said meeting.

Section 9.3

At all CPYHA meetings, the affirmative vote of a simple majority of those present and entitled to vote shall be required to carry any motion or resolution.

Section 9.4

A slate of proposed officers shall be presented to the membership at the annual membership meeting. Nominations will be taken from the general membership when properly presented from the floor provided said nominees' are present to accept the nominations. Votes shall be cast by secret ballot.

Section 9.5

The President, during the annual membership meeting, shall appoint two (2) members of CPYHA to be the judges of the election on the day of the said election. At the close of balloting, the votes shall be counted and the results reported to the President, who shall announce these results to the membership. In the case of a tie in the number of votes cast, leaving the election undetermined of one or more persons as officers, a second ballot or more will be cast until a registered member is elected. Incoming officers will set a time and place for an organizational meeting to facilitate the transition and transact any pending business.

Section 9.6

At the meeting of the Board of Directors or special meeting of the Board of Directors, each Board member is entitled to one vote upon each subject properly submitted to a vote. Non-board members attending these meetings are not entitled to vote.

ARTICLE X BOARD OF DIRECTORS

Section 10.1

The governing body of CPYHA shall be the Board of Directors. The Board of Directors shall consist of thirteen (13) members duly elected by the membership at the annual meeting. With the exception to the Gambling Manager. Per Minnesota gambling laws the gambling manager must be a member of the board. See section 14.1 for definition of gambling manager position.

Section 10.2a

The President, Vice-President, Treasurer, Secretary, Gambling Manager, and eight (8) Members-at-Large shall comprise the Board of Directors. The Board shall carry on the business of CPYHA between meetings. All board members shall hold office for the term of two (2) fiscal years. The Gambling Manager position will not have term limits but the position will be reviewed annually by the elected board and oversight committee. It is preferred that terms shall be staggered to prevent complete turnover of the Board of Directors. Only members of good standing, according to Section 5.1 shall be eligible to serve on the Board of Directors.

Section 10.2b

The Executive Board shall consist of the President, Vice President, Treasurer, and Secretary.

Section 10.3

The Board of Directors shall determine the policies and activities of CPYHA, approve the budget, approve all disbursements, meet with committees, have general management responsibilities for CPYHA and shall determine the official depository for CPYHA's funds.

Section 10.4

Committee Directors of the CPYHA Board of Directors shall have the duties and responsibilities as designated under "Committee Directors" in Article XIII.

Section 10.5

Any Committee Director vacancies shall be filled by appointments made by the Board of Directors. All Committee Directors shall be approved by the Board of Directors at any regular meeting. Any Committee Director may be removed by a majority vote of the Board of Directors, after a private hearing before the Board of Directors, wherein the best interests of CPYHA will be served.

Section 10.6

Committee Directors may not execute any contract or convey any other instrument in the name of CPYHA until it has been authorized by the Board of Directors. The CPYHA Board of Directors shall recommend, and approve the provision of monetary compensation to any Committee Director or CPYHA members for specific services rendered.

Section 10.7

If for some reason, a member of the Board of Directors cannot complete his/her term of office, the Board of Directors shall solicit nominees from the general membership and vote on the position at any regular meeting of the general membership. All in attendance shall have one (1) vote, as further defined in section 9.1. No absentee ballot(s) shall be granted. The Affirmative vote of a simple majority of those present and entitled to vote shall be required to carry any motion or resolution. If the position is vacated within sixty (60) days before the annual membership meeting, that position shall be considered "open" and scheduled for election at the annual membership meeting.

ARTICLE XI OFFICERS OF THE BOARD OF DIRECTORS

Section 11.1a President:

The President shall be the Chief Executive Officer of CPYHA. The President shall preside at all meetings of the Board of Directors and members. Among the President's other duties, the President shall have general supervision over the business activities of CPYHA and shall see that all orders, policies and resolutions of the Board of Directors are put into effect. The President shall be a member in good standing and as defined in Section 5.1. The President or the President's delegate shall represent CPYHA at all U.S.A. Hockey, Minnesota Hockey and district meetings.

Section 11.1b President Emeritus:

The President Emeritus provides leadership and guidance to the Executive Board of Directors; mentors the Executive President in proceedings of the association; and provides a historical perspective in the decision-making process. The President Emeritus shall be the immediate past president of CPYHA and a member in good standing as defined in Section 5.1 and will have a 1 term. The President Emeritus shall attend 25% of meetings of the Board of Directors or as requested. This is a non-voting position and they may also hold any committee director position.

Section 11.2 Vice-President:

It shall be the duty of the Vice-President to preside at all meetings in absence of the President. In the event of disability of the President, the Vice-President shall assume the duties of the President's office. He/she shall further perform any assignments given him/her by the President and/or Board of Directors. The vice president shall be a member in good standing and as defined in Section 5.1.

Section 11.3 Treasurer:

The Treasurer shall have custody of all CPYHA general funds and shall keep books belonging to CPYHA with full and accurate accounts of all receipts and disbursements. The Treasurer is not permitted to have access to gambling funds. All disbursements shall be approved by the Board of Directors before payment at each Board of Directors' regular meeting. He/she shall render full account balances to the President and the Board of Directors at the regular meetings of the Board of Directors or whenever requested by them. He/she shall be able to account for all transactions as Treasurer and for the financial condition of CPYHA. A treasurer's report shall be presented to all members of the Board of Directors at each regular meeting. A copy of the Board of Directors' monthly financial report(s) shall be posted on the CPYHA website for review by general members of CPYHA. The Treasurer is responsible for establishing procedures and internal control as necessary, subject to review and approval by the Board of Directors. The Treasurer shall be a member in good standing and as defined in Section 5.1.

Section 11.4 Secretary:

The Secretary shall attend all meetings of the members and the Board of Directors and shall record true minutes of the proceedings of all such meetings. He/she shall give all notices as required by the CPYHA By-Laws or resolutions. He/she shall perform such other duties as may be delegated and keep a complete list of all CPYHA members, with addresses and telephone numbers. He/she shall take roll call at all Board of Directors' meetings to ensure attendance per Section 7.4. The secretary shall be a member in good standing and as defined in Section 5.1.

Section 11.5 Board Members-At-Large:

Members-At-Large shall serve in an advisory capacity and perform such duties as assigned. Any member, as defined in Section 5.1, may serve as a Member-At-Large. At a minimum, each Member-at-Large shall have the responsibility for at least one committee as outlined in Section 13 and will provide guidance for that Committee Director. In the absence of an approved Committee Director, it is expected the Member at-Large will assume the role and/or be considered an active and voting member of their assigned committee(s). Three members will serve on the gambling oversight committee.

Section 11.6 Bonding of CPYHA Members:

The following positions within CPYHA will be bonded in the amount of \$10,000 each. These positions have signing authority for various CPYHA accounts. President, Vice president, Secretary, Treasurer, Gambling Manager, Concessions Accountant, Concessions Director and anyone else defined by the board.

ARTICLE XII FISCAL YEAR

Section 12.1

The fiscal year for the Champlin Park Youth Hockey Association shall be from July 1st of the current year through June 30th of the following year.

ARTICLE XIII COMMITTEES DIRECTORS

Section 13.1

Each Committee will have a Director approved by the Board of Directors. The Board of Directors will review submissions and if there is interest for a Director role from multiple members, interview all members, and make a simple majority decision. All Committee Directors shall prepare an annual budget to be submitted to the Board of Directors for approval and submit an annual report at the annual membership meeting. The following is a list of expected Committee Directors, duties for these roles and committees are outlined in the CPYHA Handbook.

<u>Hockey Operations</u>	<u>Administration</u>
Traveling	Gambling Manager
Girls	Ice Scheduler
House	Registration
Coaches Selection	Volunteering
Equipment	Concessions
Goalie Equipment	Concessions Accounting Manager
Player Development	Fundraising
ACE	Sponsorship
	Tournaments
	Communications
	Webmaster
	SafeSport

ARTICLE IVX GAMBLING OVERSIGHT COMMITTEE

Section 14.1

The Gambling Manager will be hired by the elected CPYHA Board of Directors and will report directly to the Chief Executive Officer (CEO). The Gambling Manager must be a member of CPYHA and in good standing. The Gambling Manager cannot be an elected officer of CPYHA but will hold an appointed position on the Board of Directors. The Gambling Manager, or their delegate, is expected to attend regular monthly meetings of the Board of Directors. The Gambling Manager is responsible for, but said duties shall not be limited to, the duties included within the Internal Control Guideline Worksheet. The gambling manager position will be reviewed annually by the elected board and gambling oversight committee.

Section 14.2

It is the responsibility of the Gambling Manager to comply with CPYHA internal controls and appropriate Minnesota State Laws established for the operation of gambling activities.

Section 14.3

The Gambling Manager is responsible for hiring personnel to operate gambling activities. Members of CPYHA may be employed by the Gambling Manager for this purpose, except as follows: Board of Director members in accordance with Section 10.6, Paragraph 3.

Section 14.4

The gambling activities shall be audited a minimum of once a year by a public accounting firm or an official approved by the State of Minnesota Gambling Commission.

Section 14.5

The Gambling Oversight Committee shall consist of at least five members including the CPYHA President, Vice President and three board members. The Committee shall meet regularly to review gambling operations in detail and report their findings or recommendations to the Board of Directors at the regular board meetings. The Gambling Oversight Committee shall be responsible for, but not limited to:

1. Awareness of, and compliance with, the lawful gambling statutes and rules.
2. Development of internal controls along with the Gambling Manager to protect the Organization's gambling assets and to maintain proper and accurate accounting.
3. Attendance at gambling seminars, as needed.
4. Performance of random spot checks of games in play.
5. Performance of month-end physical inventory to perpetual inventory.
6. Audit selected closed games quarterly.
7. Review all correspondence from regulatory agencies.
8. Review and present the annual gambling audit to the Board of Directors.
9. Assist professionals whenever needed regarding gambling issues.
10. Assistance of accountants or other agencies that provide assistance to the Association, when necessary.
11. Schedule periodic meetings to review gambling operations in detail.

ARTICLE XV POLICIES

Section 15.1

All official policies of CPYHA are included in the CPYHA Handbook and posted on the CPYHA website. New and updated policies can be presented for approval at a regular Board Meeting, approved by simple majority vote, and changes referenced in the Board Meeting Minutes.

ARTICLE XVI MISCELLANEOUS

Section 16.1

The board of directors may from time to time appoint at least one member to review, collect and recommend changes to these by-laws. All changes will be published at the direction of the President and Secretary at least 20 days prior to the annual membership meeting. Amendments to by-laws must be presented and approved by a simple majority vote at the annual membership meeting, in accordance with voting rules outlined in Section 9. The restated by-laws shall replace the existing by-laws and posted on the CPYHA website.

Section 16.2

Should CPYHA find it necessary to disband for any reason, the CPYHA Board of Directors shall send a Notice of Dissolution to all members of good standing and shall work together with all approved Committee Directors in the decision making process and execution of the dissolution. It is the intent of the CPYHA Board of Directors that all assets owned by the Association will be returned to the membership in a manner to be decided by this joint group. Assets will be distributed only after satisfying any legally bound debts.

ARTICLE XVII VIOLATIONS

Section 17.1

Failure to comply with CPYHA By-laws and any addendum shall be subject to review by the Board of Directors and/or any Executive Committee Director in partnership with the Board of Directors.

Section 17.2

Failure to comply with the policies as outlined in the CPYHA Handbook will be reviewed in partnership by the Board of Directors and respective Committee Director, which could result in termination of a player and/or parent (any member of CPYHA) from the team, association or ice arena for the duration of the Minnesota Hockey season in session at the time of violation(s) or member could be expelled from the CPYHA.

Section 17.3

Any person with a grievance within the team, between members, with a committee director or against the board of directors, must follow grievance procedures outlined in the CPYHA Handbook.

We do hereby certify that the foregoing by-laws have been adopted in accordance with the Article of Incorporation, Section XI.

In witness here of, we here unto subscribe our names (print, sign, date):

President: Nate Shule Nate Shule 6/26/18

Vice President: Ryan Nelson Ryan Nelson 6/26/18

Treasurer: JASON DVORAK Jason Dvorak 6-26-18

Secretary: Carolee Peterson Carolee Peterson 6/26/18

Member-at-large: Jason Cordeiro Jason Cordeiro 6/26/18

Member-at-large: JORDAN LEOPOLD Jordan Leopold 6/26/18

Member-at-large: BRAD SOLOMON Brad Solomon 6/26/18

Member-at-large: JEFF LANGE Jeff Lange 6/26/18

Member-at-large: Megan M. Tripicchio Megan M. Tripicchio 6/26/18

Witness: Wade Gervold Wade Gervold 6/26/18

Witness: Rebecca Maifeld Rebecca Maifeld 6/26/18