

# Woodland Park Hockey Association

## Bylaws

**2012 - 2013 Season**

**Preface:**

The members and elected officers of the Woodland Park Hockey Association (WPHA) set forth these bylaws as the official agreement by which we strive to promote the enjoyment of amateur youth ice hockey. This document is comprised of specific articles and rules to address the organization, leadership, and participation of the members and players of this Association. Provisions for control and amendment to this constitution and bylaws are contained herein, and henceforth shall be dated and signed by the officers of this Association before enactment or amendment is effective. A change or amendment to any article of this constitution, whether the change is to add or repeal such article, shall be replaced in the document and a revised edition shall be issued. The previous issue shall be retired intact. A proposed change may be acted upon and placed into effect at any time but shall not be ratified into the general rules until the document is reissued.

Set Forth Here by:

\_\_\_\_\_  
President (date)

\_\_\_\_\_  
Witnessing Vice President (date)

\_\_\_\_\_  
Witnessing Vice President (date)

Approved by WPHA Members at the Annual Membership Meeting March 7, 2012

**Mission Statement:**

The Woodland Park Hockey Association is dedicated to the promotion and encouragement of amateur hockey for Woodland Park and the greater Teller County area. We strive to develop character, integrity, teamwork and above all sportsmanship. We will teach our youth the importance of respect for their coaches, teammates, opposing players and officials. The Association shall educate our membership and the public on the fundamentals and goals of amateur hockey while developing a proud and supportive hockey community.

**Affiliation:**

The Woodland Park Hockey Association is a member of Continental Divide Youth Hockey League (CDYHL), Colorado Amateur Hockey Association (CAHA) and USA Hockey. WPHA will comply with USA Hockey and CAHA By-Laws, Policies, Rules and Regulations as well as Rules and Regulations of the CDYHL.

**Bylaws:**

**Article I – Name**

The name of the association shall be the Woodland Park Hockey Association (WPHA). The name is proprietary and shall not be used, reproduced or altered unless expressly authorized by the WPHA Board of Directors (the “Board”).

**Article II – Purpose**

The purpose of this Association is to operate a youth hockey association and to create and foster an environment where amateur hockey players can enjoy, learn, and prosper at and through playing ice hockey. Activities conducted by this Association will be in accordance with USA Hockey and CAHA bylaws, rules, regulations, policies, and procedures.

**Article III – Address**

The physical meeting location of the association shall be The Northeast Teller Fire Department - 1010 Evergreen Heights Dr., Woodland Park, CO 80863. The physical meeting location may be changed as the Board of Directors may approve. The mailing address is Woodland Park Hockey Association, P.O. Box 5923, Woodland Park, Colorado 80866

## **Article IV – Non-Profit**

The WPHA is chartered as a non-profit organization and organized exclusively for charitable and educational purposes under section 501(c) (3) of the Internal Revenue Code. The Woodland Park Hockey Association charter as a non-profit resides under the rules and regulations of Teller Historic and Environmental Coalition P.O. Box 368 Woodland Park, Colorado 80866.

No substantial part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

This Association shall issue no shares or capital stock nor shall it conduct any business for pecuniary profit. All goods and proceeds derived from sanctioned fund raising activities shall be surrendered to the Association and not withheld for any other purpose apart from authorized functions.

Upon the dissolution of the association, the Officers will after paying or making provisions to payment of all liabilities dispose of all assets to such organizations operated exclusively for charitable or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

## **Article V – Membership**

### **Section 1: Eligibility**

Participation in the activities of the WPHA is by membership only. The members of this Association shall consist of parents or guardians of players who pay to this Association the annual fee as established by the WPHA Board of Directors, or that pay the “Tournament Team” fee as established by the WPHA Board of Directors. A member may also be the player himself or herself if the player is 18 years of age, or older. A member may also be a partnership, corporation, or any association, or a duly authorized representative of any foregoing, which has qualified for membership.

All persons making application to the Association on behalf of any youth shall present proof of age to the Registrar or to the Board of Directors before a player is placed on a team.

Any player or parent who willfully gives false information regarding application to any WPHA team may be subject to immediate suspension for up to one year.

A player's parent or guardian must sign the annual registration form before a player is eligible to participate in any WPHA activities.

Players over the age of 18 are eligible to make application on their own behalf, pay their own annual fees or "Tournament Team" fees, and be members of the Association.

Each member family is entitled to one vote (includes parents together), for each registered and paid player, on any business conducted at a regular meeting or assembly of the members of this Association.

WPHA extends its membership to all persons acting in the capacity of Head Coach, or Assistant Coach, and Board of Directors, and with it all rights and responsibilities of membership. Such persons are entitled to all voting privileges as persons that qualify as a member.

No member can have more votes than for each registered player plus one. For example; a family with 2 registered players, where one of the parents coach and in addition a parent serves on the Board of Directors, and are also a partnership or corporation that has qualified are limited to three votes - not five. No matter how many leadership or sponsorship positions are held only one vote is authorized in addition to registered players.

Any Association Member may terminate his, her, or its membership in the association by notice to the Board. The Board shall have power, in its discretion, to suspend any Association Member for such period of time as it shall direct, or to expel any such member for any violation of any provision of these bylaws or of any rule or regulation, or of any code or policy adopted by the Board.

The WPHA appeals process will be in accordance with procedures outlined in the USA Hockey Annual Guide

## **Section 2: Registration Rules for Players.**

Registration fees must be paid by the due date set by the Board. WPHA may charge a reasonable fee to process any returned check.

Players must meet the age requirements for the division they are registering for as specified by USA Hockey.

Players may be either male or female.

A prorated refund of registration fees may be granted only for injuries or illness. Any claim for the refund must be presented to the Board in writing and must be accompanied by a physician's statement of restriction.

No player under suspension for non-payment of fees shall be allowed to participate in practices or in games.

## **Article VI – Board of Directors**

### **Section 1: Overview**

The number of Directors shall be ten (10) to be elected from the membership of the association. In the event a full slate of Directors is not elected by the membership, or in the event vacancies are created by resignation or otherwise, the Board of Directors may nominate and elect additional Directors to fill such vacancies for the remaining term of such vacant office.

Vacancies on the Board may be filled for the unexpired term of the predecessor in office by a majority vote of the remaining directors at any meeting of the Board. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by an affirmative vote of a majority of the whole Board of Directors for the unexpired portion of the term of office.

The Board shall have control and general management of the affairs, property, and business of the association and, subject to these bylaws, may adopt such rules and regulations for that purpose and for the conduct of association, members, players, parents, coaches, and any other participant in the association's activities as the Board may deem proper. The powers shall include but not be limited to the appointment and removal of the officers of the association, expenditure of funds, and the establishment of such committees with such powers as the Board may deem proper.

The Board is authorized to purchase food and beverages with association funds to support and enable monthly board meetings which are open to the public as well as special meetings/ work sessions which are open to the public. Food and beverages quantities will be reasonable based on the number of attendees. Food and beverages will not be purchased for special meetings which are closed to the public. Food and beverages will not be purchased for any ad-hoc gathering of the board. Alcohol / alcoholic beverages will not be purchased at any time with WPHA funds.

The term of office of each member of the Board of Directors shall be two (2) years. The terms of office for the President, Vice-President of Operations /Registrar, Vice-President Scheduling, Vice-President Adult Hockey, and Fundraising Director shall expire when the end of the season falls in an even numbered year. Should the President not run for re-election for the position of President, then that individual shall be automatically elected as part of the President's position to move to the position of Past President for a two-year term on the Board. The remaining positions of Vice-President Youth Hockey, Treasurer/Business Manager, Rink Maintenance Coordinator, Publicity/ Marketing Director, and Events Coordinator shall expire when the end of

season falls in an odd numbered year. The goal to have less than five (5) Directors running for election each year to attempt to ensure continuity of the Board of Directors.

The election and appointment of directors to the Board shall be before or during the annual meeting of the Board or such other time or methods authorized by these bylaws. The Secretary shall, at least thirty (30) days prior to the Annual Membership Meeting by e-mail and publication on the Associations internet web site, invite the membership to submit nominations for Directors to be elected at such meeting. The names of any nominees submitted shall be set forth on the Notice of such Annual Membership Meeting. Additional nominations may be made from the floor by members in good standing of the Association. Floor nominations must be seconded by at least three (3) members in good standing of the Association.

All nominations for Directors must meet minimum requirements for the position being sought pursuant to the Job Descriptions for each position as set, and amended from time to time, by these Bylaws and the Board of Directors. During the Annual Membership Meeting or any Special Membership Meeting, no election materials shall be distributed within the election facility of such meeting by a candidate or proponent of a corporate document change.

In the case of a candidate election, the candidate receiving the greatest number of votes shall be elected ~~in the case of a candidate~~ to the position on the Board for which such election is held. In the case of a corporate document change (~~bylaws change~~) ballot proposal, should the proposal receive more votes for the proposal than against, the proposal shall be deemed approved by the Membership and shall take effect immediately upon close of the election unless the proposal otherwise dictated.

During the intervals between the meetings of the members of the WPHA, the Board of Directors shall have, and may exercise, all of the powers of the Association in the management of the business and affairs of the Association in such manner as the Board may deem as being in the best interests of the Association and the youth hockey community. Without limiting the generality of the foregoing, the Board shall have the power to fill vacancies in any office in the Association.

The Board of Directors shall, among other things, be responsible for the overall Association program, the job descriptions, and the policies and procedures of the Association. All WPHA Officers shall be volunteers, and as such agree to serve without compensation of any kind from WPHA.

Any member of the Board of Directors who has failed to attend at least one-half of the regularly scheduled Board meetings, or misses more than 3 consecutive Board meetings, shall be subject to removal from the Board. Any member of the Board of Directors who, in the opinion of the Board of Directors, has failed to adequately fulfill the duties of his or her position shall be subject to removal from the Board. Any member of the Board of Directors or other official in the association may be removed at any time for any reason. Removal from a position within the WPHA is determined by a majority vote of the Board of Directors at any scheduled meeting where a quorum is present and providing all WPHA Board of Directors are notified in writing at least ten (10) days prior to the meeting of the proposed vote on removal.

## Section 2: Meetings

All regular business of the Association shall be conducted in open meetings before the members of this Association. Meetings of the Board of Directors shall be held monthly and may be called by the President or, on request of any three Directors, shall be called by the Secretary. Notice of the date, place and time of such meetings shall be given, or cause to be given, to each Director, by the Secretary or the President. One-week advance notice shall be given to the Board of Directors for any Board meeting. Such notice need not be in writing unless the President, or three Directors calling the meeting, shall otherwise direct.

Special meetings or specific agenda items, as determined by the Board of Directors, may be closed to the public when circumstances dictate that personal privacy should be protected. Special meetings of the Board shall be preceded by at least two days' notice of the date, time, and place of the meeting. The notice need not describe the purpose of the meeting unless otherwise required by law or WPHA Bylaws and/or Procedures.

A quorum is necessary for the transaction of WPHA business. A majority of the number of Directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. The affirmative vote of a majority of said directors present is the act of the Board unless the vote of a greater number of directors is required by law or WPHA Bylaws and/or Procedures.

WPHA will hold an annual meeting; the date to be determined by the Board of Directors, preferably in the first two weeks of March each year, if practical, for the purpose of business properly petitioned before the meeting agenda is set. The Annual Meeting shall be held at a place and time determined by the Board of Directors. The secretary of this Association will give notice of the Annual Meeting to the members in writing not less than thirty days in advance of the meeting. The notice shall clearly state the business to be conducted at the annual meeting. Only registered members shall be allowed to vote on issues presented at the meeting. The annual meeting of the members is open to interested nonmembers.

During the annual meeting, the membership will determine the board of directors for the following year by vote. In the event there is no person willing to be nominated and voted onto the board of directors, the board of director positions may be filled by appointment at a later date as described by these bylaws.

Meetings of the Board of Directors may be held by conference call or other electronic means. Any action required or permitted to be taken at a Board meeting may be taken if each and every member of the Board in writing or by email or phone either: (a) votes for the action; or, (b) votes against the actions; or, (c) abstains, and waives the right to demand that a meeting be held.

The affirmative votes must be equal or exceed the minimum number necessary to take action at a meeting at which all of the directors then in office were present and had voted. The action must be reported in the minutes of the next meeting, with a notation as to the date and time the action was taken, and how each member of the Board voted. Proxy or absentee votes shall not be recognized or counted in any Association business.

### **Section 3: Officers**

The Board of Directors shall serve as officers of the Association in addition to an elected office. An officer shall be empowered to conduct business before the members as a representative of WPHA. Officers chartered under this provision are identified as follows:

The Officers of the Association shall be as follows: President, Past President, Vice President of Operations/Secretary, Vice President Treasurer/Business Manager, Vice President of Youth Hockey, Vice President for Rink Maintenance Coordinator, Vice President of Scheduling, Vice President Adult Hockey, Vice President of Fundraising, Vice President Publicity/Marketing, and Vice President Events Coordinator.

The Executive Board Committee is comprised of the President, Vice President of Operations, and Vice President Treasurer. Meetings of the Executive Board shall be called by the President or any member of the executive Board. The executive board members must: Understand and promote the association's mission; Attend board meetings and review the agenda, minutes and treasurer's report and make suggestion and point out errors and omissions; Help determine the goals and purpose of the association; assist development of the policies of the association; and assist in preparation of the annual budget.

The Disciplinary Committee will consist of three member representative assigned by the president, at least two of whom are elected officers. It shall be the duty of this committee to review and investigate matters of conduct and discipline and appeal that arise from violation of Association, CDYHL, CAHA, or USA Hockey rules and regulations.

The President shall be the principal Executive Officer of the Board and shall in general supervise and control all business and affairs of the Board. The President shall preside at all meetings of the members and of the Board of Directors. The President may sign, with the Secretary and any other proper Officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed. The president shall be responsible for setting the long-term direction of the association and implementing, monitoring and evaluating all functions. Will coordinate with the City of Woodland Park, City Manager and/or Parks and Recreation Department to oversee and manage any cooperative ice hockey agreements implemented between the City and the WPHA and for planning activities for future hockey facility infrastructure.

Serve as escalation point of disputes involving parents, coaches, and City. Ensure proper budgets are developed and monitored. Work with the Treasurer and Legal Advisor to obtain scholarship money. Serve on the Executive Board Committee.

The Past President shall provide the Board with the benefit of his or her experience and shall, in the absence of the President, perform the duties of the President and fill the President's position until a new President is appointed or elected. When so acting, the Past President shall have all the powers of and be subject to all restrictions upon the President.

The Vice President of Operations/Secretary shall keep the minutes of the meetings of the members and of the Board of Directors; shall see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; keep a register of the post office and e-mail addresses of each member which shall be furnished to the secretary by such members.

The VP Operations / Secretary will provide updated post office and e-mail addresses to the Publicity Marketing Director as often as necessary for news and publicity releases to the membership. The VP Operations/Secretary will serve as the record keeper and custodian of all association records except those assigned to the Treasurer; and in general performs all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Board of Directors. The VP Operations/Secretary will serve as the Registrar of the Association ensuring, with the Treasurer, that player registration fees are received prior to rostering players into WPHA/USA Hockey. The VP Operations/Secretary shall also serve as the Pointstreak administrator IAW USAH and CAHA rules to ensure all team rosters, and game schedules are loaded properly into the Pointstreak system. In the event of the concurrent absence of the President and Past President, the VP Operations/Secretary shall be responsible for the duties of the President on an interim basis with all authority and responsibility of the position of President. Serve on the Executive Board Committee.

The Vice President Treasurer/Business Manager shall have the responsibility for planning, monitoring and adjusting the overall WPHA calendar plan, financial plan, risk (insurance) plan, procurement processes, payments process, and other assignments delegated by the President. The VP Treasurer/Business Manager shall advise the BoD of financial condition of the association at regular monthly meetings. The VP Treasurer/Business Manager shall supervise and oversee any accounting consultant(s). In the event of the concurrent absence of the President, Past President, and Vice President of Operations/Secretary, the VP Treasurer/Business Manager shall be responsible for the duties of the President on an interim basis with all authority and responsibility of the position of President. Serve on the Executive Board Committee.

The Vice President of Youth Hockey shall have responsibility for the Youth Division program. The VP Youth will serve as the WPHA Association Coaching Education (ACE) Coordinator, in addition to such other duties as assigned by the President or by the Board of Directors. The ACE Coordinator shall work with the Colorado ACE Coordinator and will be responsible for making sure members complete all the requirements as laid out by CAHA. The ACE Coordinator will ensure that all coaches are USA Hockey certified at the appropriate level by Dec 31st.

The Vice President of Adult Hockey shall have responsibility for the Adult Division program. The VP Adult will manage and arrange the adult hockey activities, in addition to such other duties as assigned by the President or by the Board of Directors. The VP Adult will be responsible for making sure adult participants complete all the requirements as laid out by WPHA.

The Vice President Scheduling Director shall be responsible for all ice schedules for the WPHA including Home and Away games. The VP Scheduling Director will attend the CAHA/ CDYHL annual scheduling meeting, usually held in September. At this meeting the VP Scheduling Director will coordinate and sign up WPHA teams for non-league games with associations and leagues IAW guidance and policies of the BoD and Association. The VP Scheduling Director will work with other associations and league Schedulers throughout the season to update and make changes to game schedules as necessary. The VP Scheduling Director will work with the City Parks and Recreation Director to ensure the WPHA schedule is included in the City managed

facility / rink schedule and those timely and accurate changes are communicated to the City office.

At the same time, the VP Scheduling Director will work with the WPHA publicity director to ensure schedule updates and changes are posted to the WPHA website and emailed to the membership distribution list in as up to date fashion as possible. The VP Scheduling Director will also manage the officials / referee schedule, ensuring local officials are scheduled as first priority for games they are certified to officiate and coordinating with CSIHRA for Front Range Colorado Springs certified officials as needed to fill gaps, especially in the older age divisions. The VP Scheduling Director will work closely with the Treasurer to ensure all games and officials are validated or documented for proper payment. In addition, shall develop ice schedules and certify ice bills to the VP Business Manager as well as coordinate use of ice with Vice Presidents for Youth and Adult hockey. The VP Scheduling Director is responsible for the scheduling of all games and tournaments, making changes in the established schedule, scheduling referees, resolving scheduling conflicts, and attempting to accommodate special requests by individual teams subject to CAHA and CDYHL rules, and any other duties assigned by the Board.

The Vice President Rink Maintenance Coordinator shall act as a liaison between the WPHA and the City of Woodland Park, Parks and Recreation and City Engineer and City Manager departments concerning the general maintenance and upkeep of the hockey facilities. The VP Rink Maintenance Coordinator will present all available information for each improvement to the City in order to reach an agreement on an acceptable outcome. VP Rink Maintenance Coordinator will be the point of contact for the City to assist in any maintenance, operation, and/or issues that may arise concerning rink facility and/or equipment. VP Rink Maintenance Coordinator will provide to the City Public Works Director, and City Parks Department personnel technical advice and assistance concerning, lighting, rink maintenance, upgrades and improvements. VP Maintenance Coordinator will become certified/ authorized by the City to license other Zamboni drivers and oversee and manage the WPHA Zamboni drivers. The intent is to have at least two WPHA members certified / authorized to certify other drivers.

The Vice President Fundraising Director shall support the Association in its efforts to provide an economical hockey program that will benefit all players, in addition to such other duties as assigned by the President or by the Board of Directors. The VP Fundraising shall oversee the Associations fundraising efforts through the conduct of raffles and state-licensed fundraising activities, and such other duties as assigned by the President or by the Board of Directors. The Vice President Publicity/Marketing Director shall promote the Woodland Park Hockey Association (WPHA) activities in the Teller County /Pikes Peak region.

The VP Publicity/Marketing Director shall manage and maintain the electronic e-mail correspondence / "membership update" activity of the WPHA. Using updated post office and e-mail addresses provided from the VP Operations/ Registrar the VP Publicity Marketing Director will distribute news and publicity releases to the membership, normally through e-mail, but as may be necessary through postal mailing, in addition to such other duties as assigned by the President or by the Board of Directors.

The Vice President Events Coordinator shall plan and coordinate special events of the WPHA in coordination and with assistance from other Board Members. This includes organizing concessions and sales at tournament events and organizing association involvement in other

local, regional, or state hockey events. The VP for Events will coordinate with the VP Scheduler for calendar events, coordinate with the VP Marketing and Publicity for advertising, coordinate with the VP Fundraising for integration in overall fundraising activity, and shall coordinate with VP Youth Hockey for involvement of teams or players in events.

CAHA Representative. The WPHA President is the primary interface between the WPHA, CDYHL, and CAHA member associations, as well as USA Hockey. The President may appoint an Alternate CAHA Representative. The term of appointment for the Alternate CAHA Representative is for one year. Duties include; attendance at all mandatory CDYHL or CAHA meetings, including the CAHA Winter and Annual meeting; voting the position of WPHA at those meetings, submitting to CAHA all requests for rule changes, adoptions, deletions as approved by the Board of Directors of WPHA, review and approval of all team rosters for compliance with CAHA and/or USA Hockey roster and registration rules, and provide the Secretary with a copy of CAHA and League minutes.

#### **Section 4: Limitation of Liability - Indemnification**

Every director, officer or agent of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed against him in connection with any proceeding to which he may be made a party, or in which he may become involved, by reason of his being or having been a Director, Officer, or agent of the Association, whether or not he/she is a Director, Officer or agent at the time such expenses are incurred, except in any case wherein the Director, Officer or agent is adjudged guilty of willful misfeasance, malfeasance, or fraud in the performance of his duties.

The private property of the directors and officers shall be exempt from execution, attachment or other encumbrance or liability for any debts or obligations of the Association, and no director or officer shall be personally liable or responsible for the debts or liabilities of the Association. The Board of Directors shall purchase liability insurance as necessary in order to implement the provisions of this Article. The WPHA Board of Directors assumes no responsibility for the injury or death of players under any circumstances.

#### **Article VII – Fiscal Year**

The WPHA fiscal year shall be from ~~April 1 through March 31~~ March 1 through Feb 28 of each year.

#### **Article VIII – Amendment of Bylaws**

These Bylaws may only be amended at the Annual Meeting of the membership or at a Special Meeting of the membership called for the purpose of determining such amendment. In order for any such amendment to pass, more votes for the amendment than against must favor such amendment.