

**TWIN TIER AMATEUR HOCKEY ASSOCIATION, INC.**  
**BY-LAW NUMBER 1**

This is a By-law generally relating to the affairs of the Twin Tier Amateur Hockey Association, Inc. (TTAHA).

**BE IT ENACTED** as a By-law of the TTAHA as follows:

**ARTICLE I NAME**

The name of the organization shall be the Twin Tier Amateur Hockey Association, Inc., and in the New York State Amateur Hockey Association (NYSAHA) as Elmira Hockey Association.

**ARTICLE II OBJECTIVE**

The objective of TTAHA shall be to foster, promote and improve amateur hockey in the Twin Tier region, and in pursuance of the foregoing objective to operate a hockey league under the auspices of the NYSAHA and the United States Amateur Hockey Association (USA Hockey).

**ARTICLE III AIMS**

The aims of TTAHA shall be to foster fair play, sportsmanship, skill development and the appreciation and enjoyment of the game of hockey for all Members.

**ARTICLE IV SEAL**

The seal, impression whereof is stamped in the margin hereof, shall be the corporate seal of the corporation.

**ARTICLE V MAILING ADDRESS**

The mailing address of this corporation is PO Box 174, Horseheads, New York 14845.

**ARTICLE VI MEMBERSHIP**

- A. The Members of TTAHA are the parents/guardians of registered TTAHA players, registered TTAHA players, members of the Board of Directors, and one representative designated by each of the Elmira Referee Association and of the primary home venue.
- B. No dues will be required for membership and no membership cards will be issued.
- C. An annual membership list shall be compiled by the Secretary and will be available for inspection on reasonable notice to the Secretary.

**ARTICLE VII BOARD OF DIRECTORS**

- A. A Board of Directors shall manage the affairs of this corporation. Each Director shall be elected to hold office for three (3) years or until a successor shall have been duly elected and qualified in accordance with the Not for Profit Corporation Law of New York State (N-PCL). The whole Board shall be retired at staggered intervals at the regularly scheduled Board meeting immediately following the National Tournament as set by USA Hockey (Election Meeting).
- B. The Officers and Directors of the TTAHA are the President and, in order of succession, the Vice-President, Legal Counsel, Secretary, Treasurer, Registrar, Scheduler, Head of Coaches, Equipment Manager, Fund Raising Coordinator, Public Relations Coordinator, Director of the Travel Program, and Director of the Snowbelt League Program.
- C. Any past President of TTAHA and the President-elect are ex-officio members of the Board of Directors, but shall be non-voting members except as specified otherwise.
- D. At the first regularly scheduled Board meeting following the Election Meeting, a majority of the Board shall establish an Executive Committee of four Directors. Said committee shall have all of the authority of the Board except as for matters specifically excluded by the N-PCL §712A.
- E. The Directors shall receive no remuneration for acting as such.
- F. Prior approval of a two-thirds majority of the Board will be required for any and all expenses to be charged to the corporation for services rendered by any Director.

G. The Board shall have the authority to elect a Member to fill any vacancy occurring on the Board or the Executive Committee, with such Member to fill the remainder of the term for that position as set forth below.

H. The Board shall have the authority to remove any Director; Executive Committee Member, Coach, or any other official of TTAHA for just causes, after an opportunity to be heard, by a two-thirds vote of the Board. The hearing may occur at a regularly scheduled Board meeting, in Executive Session or at a special meeting for that purpose. The Executive Committee shall determine any procedural rules necessary for the orderly resolution of the hearing and the President will preside over the hearing. There shall be no appeal from any decision rendered.

I. Election of Directors:

1. Only active Directors, past Presidents and the President-elect may vote in the election of Officers and Directors.
2. Election shall be by ballot with a simple majority being necessary to elect any candidate.
3. Members, for the purpose of determining qualifications to hold office only, are those meeting the criteria of Article VI paragraph A, other than the representatives of the Elmira Referee Association and the primary home venue. Qualifications are to be determined as of the date of the Election Meeting, even with the uncertainty as to their indicated status for the up-coming season.
4. Interested Members shall submit their names to the Board at least two weeks prior to the Election Meeting and may appear at such meeting to discuss their qualifications and interest.
5. The Terms of Office shall be as follows:
  - a. For a one year first term and for three years thereafter: Fund Raising Coordinator, Secretary, Scheduler, and Public Relations Coordinator;
  - b. For a two-year term and for three years thereafter: Legal Counsel, Director of Travel Program, Registrar, and Equipment Manager.
  - c. For a three-year term: President, Vice President, Director of the Snowbelt League Program, Treasurer, and Head of Coaches.
6. The election for President shall be held during the Election meeting in the year prior to the expiration of the term.
7. Newly elected officers and the President-elect shall take office at the start of the next regularly scheduled meeting of the Board immediately following the Election Meeting.
8. No Officer or Director may serve in the same position more than one three year term, but may serve the remainder of any vacated position if elected thereto and then be elected to fill that position for a full three year term. This restriction may be waived if a two-thirds majority of the Board shall approve, with a separate vote for each person, position, and occurrence.

**ARTICLE VIII DUTIES OF OFFICERS**

**A. PRESIDENT**- It shall be the duty of the President to:

1. Promote the well being and effectiveness of TTAHA in achieving its Objectives.
2. Utilize best efforts to ensure the continued good reputation of TTAHA in the community and within amateur hockey's governing bodies.
3. Act as a representative of TTAHA at all significant negotiations, at all community events, and at meetings of the relevant governing bodies for amateur hockey.
4. Appoint the Chairperson of any committee formed pursuant to Article IX below.
5. Be a member of all committees and shall be notified as to the time and place of each meeting.
6. Recommend legal Counsel to the Board for approval.
7. Sign all By-laws with the Secretary or other officer appointed by the Board for that purpose.
8. Call and preside at meetings of the Board.
9. Perform other duties and with such additional powers as may be conferred by the Board.

**B. VICE PRESIDENT** - It shall be the duty of the Vice President to:

1. Fulfill all duties of the office of the President in the President's absence or inability to act;
2. Implement TTAHA programs as assigned by the Board;

**C. SECRETARY**- It shall be the duty of the Secretary to:

1. Attend all meeting of the Board and Executive Committee and record all facts and minutes of proceedings in a manner usually acceptable for that purpose. The Secretary shall be the custodian of the seal of the corporation and of all records of the corporation;
2. Be responsible for issuing bulletins to Coaches, Directors, and managers, Members and other interested persons;
3. Prepare and maintain membership lists of TTAHA; and

4. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**D. TREASURER-** It shall be the duty of the Treasurer to:

1. Perform the usual duties of the Office. Keep full and accurate accounts of all receipts and disbursements of the corporation and proper books of account. Deposit all monies or other valuable effects in the name and to the credit of the corporation in such bank or the Board may from time to time designate banks or trust companies as. The Treasurer shall disburse the funds of the corporation under the direction of the Executive Committee or full Board as the case may be, taking proper vouchers therefore and shall render to the Board when required an account of all transactions and of the financial position of the corporation;
2. Submit a statement and be prepared to give a financial report at all regular meetings of the Board;
3. Be the corporation's signing officer for all corporation financial disbursements;
4. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**D. EQUIPMENT MANAGER-** It shall be the duty of the Equipment Manager to:

1. Be responsible for formation of an Equipment Committee consisting of one person from each team to manage to the distribution, accounting, and collection of equipment;
2. Maintain and keep in good repairs all equipment owned by TTAHA and arranges for the storage of equipment between seasons;
3. Allocate and allot to each team all equipment provided by TTAHA and necessary for the operation of the teams;
4. Keep an accurate record of equipment owned by TTAHA and furnish a monthly report of same; and
5. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**E. PUBLIC RELATIONS COORDINATOR-** It shall be the duty of the Public Relations Coordinator to:

1. Endeavor to have stories of involving TTAHA activities be published in local and regional media. The Coordinator shall maintain the TTAHA Website or designate a person(s) to do so;
2. Be responsible for all the publicity of any activities of TTAHA and to co-operate with the Chairperson of the committee for any event/activity;
3. Issue monthly bulletins to all sponsors, in coordination with the Fund Raising Coordinator, advising them of team standings, league activities, and other items which may be of interest to sponsors;
4. Cooperate with Directors and committee Chairpersons on information, which may be requested;
5. Maintain a file of Disclosure Authorizations for Members and ensure that TTAHA's public relations efforts do not violate the known privacy rights of any Member; and
6. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**F. HEAD OF COACHES-** It shall be the duty of the Head of Coaches to:

1. Be the ACE Coordinator for TTAHA;
2. Chair the various Coach Selection Committees to select the Coach for each team, which committees shall each include the President, the V-P of the particular League or Program for which the Coach is being selected, and up to two other Members as designated by the Board.
3. Ensure that all Coaches and Assistant Coaches are eligible by reason of successful background check, coaching education level and temperament.
4. Oversee selection of all teams to ensure compliance with the guidelines set for that particular League/Program.
5. Periodically evaluate coaches and report to the Board for action any disciplinary matter involving a Coach or Assistant Coach. Assistant Coaches serve at the pleasure of and are selected by the Coach. A Coach, or Assistant Coach not removed by the Coach may be removed by a vote of two-thirds majority of the Board after an opportunity to be heard.
6. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**G. FUND RAISING COORDINATOR-** It shall be the duty of the Fund Raising Coordinator to:

1. Develop and coordinate fund raising effort including both team and TTAHA efforts, and to seek and apply for appropriate grants.
2. Ensure that fund-raising effort are conducted consistently with relevant laws and regulations governing not for profit corporations.
3. Supervise, recruit and train volunteers engaged in fund raising effort.
4. Give monthly reports to the Board.
5. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**H. REGISTRAR-** It shall be the duty of the Registrar to:

1. Register all players with USA Hockey and NYSAHA as appropriate.
2. Submit all insurance information to USA Hockey through the Regional Registrar.
3. Roster all active players on the correct team.
4. Give all Coaches complete rosters and team applications as required.
5. Submit all required forms to the district registrar necessary to conform to all NYSAHA and Travel rules.
6. Collect all registration money, arrange for its deposit and submit deposit slips to the Treasurer as appropriate.
1. Give monthly reports to the Board.
7. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**I. SCHEDULER-** It shall be the duty of the Scheduler to:

1. Maintain a master schedule including all games and practices, using all available facilities.
2. Distribute schedules and contacts as required.
3. Confirm all games and referee coverage.
4. Give monthly reports to the Board.
5. Perform such other duties as may be determined by the Board and/or the Executive Committee.

**J. DIRECTORS OF PROGRAMS** - It shall be the duty of all Directors of various programs to:

1. Attend and competently represent TTAHA at all meetings of the league and/or Program designated by the Position held;
2. Report to the Board the activities of the league and/or program designated by the position held; and
3. Perform such other duties as may be determined by the Board and/or Executive Committee.

**K. LEGAL COUNSEL** – It shall be the duty of legal counsel to:

1. Provide legal advice and counsel to the Board of Directors and Executive Committee in the pursuit of any lawful objective of the TTAHA
2. Perform such other duties as may be determined by the Board and/or Executive Committee.

#### **ARTICLE IX COMMITTEES**

- A. Committees shall be formed at the discretion of the Board to deal with specific matters of business pertaining to the objectives of TTAHA.
- B. Each committee shall have a Chairperson appointed by the President. The Chairperson shall be prepared to submit a report of the committee's activities at each monthly Board meeting during its tenure.
- C. Each Chairperson shall choose a committee from the Members and such other person(s) who may be of assistance to the committee in executing its functions.

#### **ARTICLE X MEETINGS**

- A. Regular meetings of TTAHA shall be held the second Tuesday of each month at a designated meeting place.
- B. The date and location of such meetings shall be set by the Board through Executive Committee and shall be posted on the TTAHA Website.
- C. The regular meetings of the Board are open to all Members.
- D. Non-Members may attend regular meetings with the approval of a majority of the Board. Any discussion and the vote to permit or deny attendance will be conducted in Executive Session.
- E. All discussions and voting related to discipline of a Member, to contract negotiations involving in excess of one thousand dollars (\$1,000), to any pending or contemplated legal action and to such other matters as a majority of the Board deem appropriate shall take place during Executive Session.
- F. Only those who are current Directors may be present during Executive Session, except that a majority of the Board may authorize such additional persons to be present as necessary and reasonable to facilitate the Board rendering a decision or taking action on the matter before the Board.
- G. Minutes of the Executive Session shall be separately kept and are not open for review beyond the Board.
- H. The Board shall report only the decision or action to be taken of each Executive Session matters before it and may report the rationale upon majority approval. Such report shall be entered in the minutes of the regular session.
- I. A quorum shall be a majority of the full Board.
- J. A simple majority of the Board present shall be sufficient to carry or defeat a motion except as otherwise required herein.

K. The minutes of the regular session shall be posted on the website as "Proposed" at least two weeks prior to the next regularly scheduled meeting. A failure to meet this deadline will not in any way invalidate the minutes or any motion, decision or action noted therein, but may be considered in a motion to table further action.

L. Non-Board member attendees may address the Board prior to Committee and Officer reports, where the President so approves. Requests to address the Board must be submitted in writing along with a short description of the subject/issue to the President, by mail or e-mail, at least one week prior to the next regularly scheduled meeting. Emergency matters may be called at the discretion of the President and/or Executive Committee. The President may limit the duration and scope of any such address.

M. Non-Board member attendees will refrain from participation in Board discussions, unless recognized by the President.

**ARTICLE XI DISCRIMINATION**

TTAHA does not discriminate on the basis of race, sex, religion, national origin or disability. In the event any person believes that a discriminatory act or policy has resulted, or is likely to result, in a wrong, then that person may bring such act or policy to the attention of the Board of Directors or to any member of the Board, who shall bring it to the attention of the full Board at the earliest opportunity.

**ARTICLE XII USA HOCKEY SUPREMACY**

TTAHA adopts the rules and regulations of USA Hockey and NYSAHA in their entirety unless and to the extent such rules and regulations permit the TTAHA variance.

**ARTICLE XIII AMENDMENTS TO THE BY-LAWS**

These By-laws may be amended by a two-thirds majority of the Directors present at a regular membership meeting of the TTAHA, provided that a notice setting forth the proposed amendment is presented at the prior regularly scheduled meeting.

**ENACTED AND PASSED** by the Directors this \_\_\_\_ day of \_\_\_\_\_, 2010.

**WITNESS** the Corporate Seal of the Corporation.

Todd Brost

Harry Edwards

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President

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Secretary