

BYLAWS OF DICKINSON YOUTH ACTIVITIES, INC.

ARTICLE I. NAME

The name of this organization is Dickinson, Youth Activities, Inc., of Dickinson, North Dakota, and is herein referred to as the “Club”.

ARTICLE II. PURPOSES AND OBJECTIVES

The purposes for which the Dickinson Youth Activities, Inc. is organized are:

- SECTION 1. To promote hockey at all levels in the Dickinson area and to the extent allowable and within the financial means of the Club to promote such other youth activities and engage in any lawful nonprofit activity in the Dickinson area as agreed by the Board of Directors and the membership. The addition of other youth activities may only be considered after careful consideration of its effect upon the hockey programs promoted by the Club. The Board of Directors shall establish a procedure and guidelines for such considerations.
- SECTION 2. To undertake and promote activities through the use of volunteer services and other means to raise funds to support an organized recreational hockey program and other youth activities programs in accordance with Section 1.
- SECTION 3. To acquire equipment, property, real estate, and other materials necessary and suitable to carry out the Club’s purposes and objectives.
- SECTION 4. To do any and all things necessary to carry out the Club’s purposes and objectives consistent with and limited to those powers allowed under the charitable and educational purposes of Section 501 (c) (3) of the Internal Revenue Code and Chapter 10-33 of the North Dakota Century Code, the North Dakota Non-Profit Corporation Act.
- SECTION 5. To obtain contributions, donations, gifts, bequests, grants, pledges, devices and similar grants from individuals, corporations, trusts, foundations, partnerships, estates, and other organizations or groups to support the Club’s purposes.
- SECTION 6. To accept, buy, sell, hold, lease, rent, manage or otherwise deal with real and personal property consistent with the Club’s purposes and by direction of the Club’s Board of Directors. No such property may be sold at private sale to a Board member.
- SECTION 7. To support any state and national hockey organization or any other state and national youth activities organizations with purposes similar to the Club’s.
- SECTION 8. The foregoing statements or corporate purposes do not restrict or limit the Club’s general powers, or their exercise or enjoyment, as they are expressly or impliedly granted by the North Dakota Non-Profit Corporation Act, except those powers not in furtherance of exempt purposes under Section 501 (c) (3) of the Internal Revenue Code.
- SECTION 9. No part of the Club’s net earning shall inure to the benefit of or be distributed to its officers, directors, or members. The Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the Club’s purposes as expressed in its bylaws and articles of incorporation.

SECTION 10. No part of the Club's activities shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall it participate in or intervene in any political campaign on behalf of any candidate for public office. The Club shall not engage in any activities that are unlawful under federal, state, or local laws.

SECTION 11. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of a any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III. MEETINGS

SECTION 1. The Club shall hold regular meetings each month from September through April. The date of the meetings will be determined at the organizational meeting following the annual meeting of each year.

SECTION 2. The Board of Directors may change the regular meeting schedule provided at least three (3) days notice of such change is given to all members of the Board of Directors.

SECTION 3. The Club's annual corporate meeting shall be the regular April meeting, with at least ten (10) days notice given to all Club members that this is the annual meeting.

SECTION 4. The Club's Board shall determine the time and location of all regular, annual, or special meetings.

SECTION 5. The Board upon a forty-eight (48) hour notice to all Club members, may call a special Club meeting. Club members can call for a special meeting if 10% of the voting members call for a special meeting of the members. The Board of Directors can call for a special meeting of the Board at the call of the President or by a majority of directors.

SECTION 6. A quorum at any Club meeting shall consist of simple majority of the members present and voting. No proxy votes shall be allowed. Robert's Rules of Order shall be the parliamentary guide for the Club meetings.

ARTICLE IV. MEMBERSHIP

Club membership is open to all individuals interested in supporting hockey and the purposes of the Club. A voting member shall be a parent or guardian of a youth hockey participant (including all age levels) with a maximum of one (1) vote per family. One vote per family shall be allowed for each matter submitted to the Club membership for a vote. Associate membership for interested persons or organizations shall be allowed with a fee to be determined annually by the Board. Associate members shall not have voting privileges. Membership shall not be transferable or assigned. When terminating a member, the provisions of Section 10-33-62 NDCC shall apply.

ARTICLE V. FINANCE

- SECTION 1. The Board of Directors shall provide for an annual audit of the Club's operations.
- SECTION 2. The Club's fiscal year shall begin on April 1 and close on the following March 31.
- SECTION 3. The Club's Directors shall select a financial institution as a depository for the funds of this Corporation. Any officer hereinafter named is hereby authorized for and on behalf of this Corporation to open or continue an account or accounts with said Bank and to execute and deliver to said Bank signature card or cards supplied by said Bank containing specimen signatures of officers or other persons hereinafter named and assenting to said Bank's Rules and Regulations, and that any officer or other person endorse or cause to be endorsed and to deposit or cause to be deposited in such account or accounts from time to time checks, drafts and other instruments and funds payable to or held by this Corporation.
- SECTION 4. That checks, drafts and other withdrawal orders and any/all other directions and instructions of any character with respect to funds of this Corporation now or hereafter with said Bank may be signed by any two (2) of the following: President, Vice President, Treasurer or Secretary and said Bank is hereby fully authorized to pay and charge to such account or accounts any checks, drafts and other withdrawal orders so signed and to honor any directions or instructions so signed, whether or not payable to the individual order of or deposited to such individual account of or inuring to the individual benefits of any of the foregoing officers or persons.

ARTICLE VI. BOARD OF DIRECTORS

- SECTION 1. The Club's elected directors shall serve as the Corporate Board of Directors, and such shall manage the affairs of the corporation.
- SECTION 2. No Board member shall receive compensation for his or her service as a board member. However, the Board shall have the authority to compensate persons for services rendered to or contracted for by the Club, and to pay reasonable expenses incurred for the Club purposes.
- SECTION 3. Directors shall be seven (7) in number; that each Director after those previously elected shall hold office for a period of three (3) years. When terminating a member, the provisions of Section 10-33-62 NDCC shall apply.
- SECTION 4. A vacancy in any Board office, for whatever reason, shall be filled by the Board for the un-expired portion of the vacant terms.
- SECTION 5. Directors shall be elected at the Annual Meeting. At the first regular meeting following the Annual Meeting, corporate officers, namely President, Vice President, Secretary, and Treasurer, shall be elected from the Board Membership. Their term of office will be established at one (1) year, and this paragraph does not prevent an officer to serve in that position for more than one year, providing that the term complies with the terms and conditions of Section 3 above.

- SECTION 6. The Board shall specifically approve all Club purchases exceeding Two Hundred Fifty Dollars. (\$250.00)
- SECTION 7. The President whose term of office has just been completed will continue to serve the Board of directors as an advisor, and in such capacity will not have any voting powers unless he has any term of office remaining as a director.
- SECTION 8. Board meetings will be held in accordance with ARTICLE III and at such other times as called by a majority of the Board members. A quorum shall be a simple majority of the Board's total membership. A director must not have more than one unexcused absence for a board meeting in a one-year period. (Excused absences are those granted by the President of the Club prior to a meeting of the Board)? A director not meeting this condition will be asked to resign.

ARTICLE VII. NOMINATING COMMITTEE

- SECTION 1. A Nominating Committee composed of three (3) Club members shall be appointed by the Board two months prior to the annual meeting to find a nominee or nominees for each of the vacant officer and director positions. The Nomination Committee's report must be published in the annual meeting notice given to all Club members at least ten (10) days prior to the annual meeting.
- SECTION 2. All officers and/or directors will be elected by vote, with nominees receiving the highest number of votes being elected.

ARTICLE VIII. OFFICERS' DUTIES

- SECTION 1. Meetings. The President shall preside over all meetings and all remaining Officers and Directors will also be present to conduct any and all business matters relative to the Club's operations.
- SECTION 2. Finances. The Treasurer shall provide an annual year-ending financial statement to all Club members at the Annual Meeting. The Treasurer will be responsible for all Club disbursements and income, and shall keep record of all financial transaction.
- SECTION 3. Resignation. Directors are elected for a period of three (3) years. However, in the event that a Director is unable to complete his/her term of office, a written "Letter of Resignation" must be presented to the Board for their acceptance.

ARTICLE IX. COMMITTEES

- SECTION 1. Appointment. The Board of Directors shall appoint any committees deemed by the Club to be necessary for the accomplishment of the Club purposes from time to time.
- SECTION 2. Each committee so appointed shall provide a report of its operation at each monthly meeting until the assigned project is completed. Committees shall formally disband at the monthly meeting immediately following the completion of their duties.
- SECTION 3. The Club shall have a standing committee made up of six (6) members including the Treasurer, called the "Gaming Committee" which shall have the duty of monitoring and supervising the day to day gaming activities of the Club. The Gaming Committee shall meet as reasonably required for the operation of the gaming activities in accordance with North Dakota law.

SECTION 4. The Club shall have a standing committee called the Dickinson Hockey Club for the day-to-day activities associated with hockey purpose of the corporation. This committee recognizes the important purpose and obligations the corporation has to the hockey programs in the City of Dickinson for which this organization was initially established. It shall consist of seven (7) Members.

ARTICLE X. SCHEDULER

A scheduler shall be appointed by the Board of Directors to schedule all games and practices, both home and away, for all Club teams. The duties of this position shall include, but shall not be limited to, scheduling games to maximize usage of the Club's available ice time at the Dickinson rinks and working with schedulers in other cities to schedule games with Club teams consistent with the Club's rules and regulations. The scheduler will also make every effort to meet criteria as established by the North Dakota State Hockey Association.

ARTICLE XI. AMENDMENTS

These bylaws may be amended or repealed, or new bylaws adopted at any Club meeting by a simple majority of all Club members, provided that notice of the intention to so change the bylaws, and the nature of such change, is given at the previous meeting. Notice of proposed change may also be given in written form providing such notice is given no less than ten (10) days prior to the date of meeting when such election is scheduled to be held.

ARTICLE XII. ADOPTION

These bylaws were officially adopted by the Dickinson Hockey Club, Inc., with notice properly given, at its meeting of the 9th day of February, 1987, held at St. Joseph's Hospital in Dickinson, North Dakota.

ARTICLE XIII. ADOPTION

These Amended bylaws were officially adopted by the Dickinson Youth Activities, Inc., with notice properly given, at its meeting of the 8th day of August, 2003, held at Dickinson Parks and Recreation Center in Dickinson, North Dakota.

ARTICLE XIV. PLAYER ELIGIBILITY

The Club will require as a part of the player registration that all players, Peewee age and above (boys and girls) and or their parent(s) / legal guardian(s) must sign a consent to be informed of any incidence resulting in their being declared ineligible for, suspended from or on probation for any school sponsored function or activity. This information shall be provided to the president, or the president's representative of the Club and be limited to the conditions and or duration of the imposed ineligibility, suspension, probation as set forth by the Club, Dickinson Public Schools, NDAHA and the NDHSAA. If known, the specifics of the reason for the players' sanction(s) shall be regarded as privileged information and kept confidential.

ARTICLE XV. TEAM TRYOUTS

For all levels PeeWee age and above, based on the number of players, teams will be decided by tryouts. For all levels Squirt age and below, the coaches of the corresponding level will decide teams.

AMENDMENTS

ARTICLE VII. SECTION 5.

Directors shall be elected at the Annual Meeting. At the first regular meeting following the Annual Meeting, corporate officers, namely President, Vice-President, Secretary, and Treasurer, shall be elected from the Board membership. (First sentence of SECTION 5 was struck by Amendment.)

(Approved at the Annual Meeting, May 1993)

ARTICLE IV. MEMBERSHIP

Club membership is open to all individuals interested in supporting hockey. A voting member shall be a parent or guardian of a youth hockey participant (including all age levels) with a maximum of one (1) vote per family. One vote per family shall be allowed for each matter submitted to the Club membership for a vote. Associate membership for interested persons or organizations shall be allowed with a fee to be determined annually by the Board. Associate members shall not have voting privileges. Membership shall not be transferable or assignable.

(Approved at the Annual Meeting, April 28, 1994)

ARTICLE V. DUES

Deleted.

(Approved at the Annual Meeting, April 28, 1994)

ARTICLE VII. SECTION 8.

(Insert the following sentence at the end of current sections) A director must not have more than one unexcused absence for a board meeting in a one-year period. (Excused absences are those granted by the President of the Club prior to a meeting of the Board.)? A director not meeting this condition will be asked to resign.

(Approved at the Annual Meeting, April 28, 1994)

ARTICLE VII. SECTION 3.

Directors shall be five (5) in number:

(Approved at the Annual Meeting, April 28, 1994)

ARTICLE VII. SECTION 3.

In order to adjust rotation, there will be a single two-year term for one board member 1998 to 2000. Thereafter all terms shall be of three-year duration.

(Approved at the March 3, 1998 Meeting)

ARTICLE VII. SECTION 3.

Directors shall be seven (7) in number:

(Approved at the Annual Meeting, April 3, 2002)

ARTICLE XIV. Player Eligibility

New Article.

(Approved at the August 8, 2003)

ARTICLE XV. Team Tryouts

New Article.

(Approved at the September 3, 2003)