

BY-LAWS OF THE Eagles Hockey Club

ARTICLE 1: NAME AND AFFILIATION

SECTION 1. – The name of the organization shall be Eagles Hockey Club (hereinafter referred to as “EHC”), a not-for-profit organization (corporation) organized under the laws of the State of Illinois.

SECTION 2. – The EHC is a club structured under the rules and regulations of the Amateur Hockey Association of Illinois, (AHA), and is not affiliated with the Carl Sandburg High School District 230 athletics program.

SECTION 3. – The Club is organized exclusively for one or more of the purposes as specified in Section 501(C)(3) of the Internal Revenue Code.

ARTICLE 2: PURPOSES

SECTION 1. – The Club is a volunteer, not-for-profit club dedicated to supporting and promoting organized ice hockey for high school students currently enrolled in good standing at Carl Sandburg High School and meet the eligibility requirements as defined by the Amateur Hockey Association of Illinois (AHA).

SECTION 2. – To promote, train, teach and develop the sport of youth hockey. To develop the physical, mental, emotional, and social well being of participants including development of the personal character traits of self-esteem, self-discipline, perseverance and sportsmanship.

SECTION 3. – To develop the hockey skills of each participant and prepare them for their next level of participation.

SECTION 4. – To provide a high level of professional instruction in an enjoyable atmosphere that will promote the development of athletic and social skills among its participants.

SECTION 5. – To promote and develop the USA Hockey Core Values of: sportsmanship, respect for the individual, integrity, pursuit of excellence at the individual, team and organizational levels, enjoyment of sport, loyalty, and teamwork.

SECTION 6. – To associate with other ice hockey associations, and to organize and promote competitive team play. To affiliate with USA Hockey, the Amateur Hockey Association of Illinois (AHA), the Illinois High School Hockey League (IHSHL), or with their respective successors, and other or similar organizations.

ARTICLE 3: MEMBERSHIP

SECTION 1. - MEMBERSHIP – Membership of EHC shall be open to all persons residing in the District 230 and is composed of the following:

Playing Members: Rostered players who are currently enrolled and are in good standing at Carl Sandburg High School. The player has read, accepted, signed, and abides by the EHC Code of Conduct and player contract, as approved by the Board of Directors.

Parent of Guardian Membership: Parent or Guardian members are voting members (two votes per family). The parents or guardian has read, accepted, signed, and abides by the EHC Code of Conduct, as approved by the Board of Directors.

SECTION 2. - TERMINATION OF MEMBERSHIP Any member who is no longer eligible as described in Section 3.1 or is notified by the Board of Directors to be in default for non-payment and fails to cure the default by the terms set forth by the Board, shall cease to be a member of the Club.

SECTION 3. MEMBER STANDING – A member in good standing is one who has signed a member contract or similar agreement on behalf of their player(s) prior to the start of the regular season of any EHC sanctioning organization which EHC may be participating in at the time and one who has all fees, dues, and/or special assessments currently paid according to the financial payment schedule of the EHC member contract or other such payment schedule approved by the Board of Directors from time to time and is not under suspension or termination pending review. All members shall adhere to EHC’s By-Laws, Volunteer Policy, Zero Tolerance Policy and Code of Conduct Policy as executed prior to the start of the season.

SECTION 4. REMOVAL, SUSPENSION OR CENSURE – The Rules and Ethics (R&E) committee, by majority vote of the members of the committee present at any regularly constituted meeting, may censure, suspend or expel any member and/or their player(s) for any conduct which they deem improper or prejudicial to the interests of the EHC or deemed injurious to the character, interest, morals or standing of the EHC, or who shall violate the By-Laws or established rules of EHC. Before the R&E committee may vote on the expulsion of any member or their player(s) they must provide notice in writing to such member at least three (3) days prior to such action.

ARTICLE 4 MEETINGS OF MEMBERS

SECTION 1. ANNUAL MEETING – One annual Town Hall meeting of the members shall be held each year in the month of September for the purposes of informing the membership of the state of EHC, and information about the team, policies, and the upcoming season, as well as any other critical Club information. Notice of the Annual meeting, including the candidates to the Board of Directors shall be electronically transmitted to each Club member. Upon written request, any member can petition the Board to attend a scheduled Board meeting and/or request to schedule a public forum with the Board of Directors.

SECTION 2. PLACE OF MEETINGS – The President or Board of Directors may designate the place of meeting for any annual or special meeting. If no designation is made, the place of the meeting shall be Arctic Ice Arena in Orland Park, IL.

SECTION 3. NOTICE OF MEETINGS – Written notice stating the place, day and hour of the meeting, and in the case of a special meeting, the purpose for which the meeting is called shall be delivered not less than seven (7) days before the date of the meeting to each member entitled to vote at such meeting.

ARTICLE 5 BOARD OF DIRECTORS

SECTION 1. AUTHORITY – The business affairs of EHC shall be managed by or under the direction of the Board of Directors, also referred to as “the Board”. Within the jurisdiction, the Board shall act for and on behalf of the EHC. All members holding an office on the Board of Directors are voting members.

SECTION 2. SPECIFIC POWERS – The Board of Directors shall determine what is in the best interests of EHC and shall have the authority to develop, implement and enforce rules, policies, procedures, incentives and penalties that advance those interests.

SECTION 3. NUMBER, TENURE, AND QUALIFICATIONS - The number of Directors of EHC shall be either five (5) or seven (7) and are elected by the voting members. All candidates for Director must be qualified members in good standing with the EHC as defined in ARTICLE III, of these By-Laws at the time of election. The Directors shall hold office for up to a (4) year term. The Directors’ terms shall begin on the first day of April in each year and end on March 31 of each year, except in the event of a Special Election. After a four-year term, a Director must be renominated and voted for another term by voting members of the EHC. The Directors shall choose among themselves within 30 days of their election which among them shall hold the offices of:

- President
- Registrar
- Equipment
- Events and Fundraising
- Treasurer

Other Directors shall take on roles as defined by the Board of Directors. Duties shall be kept defined and updated in the “Key Duties and Responsibilities” document (Addendum to these Bylaws).

SECTION 4. REGULAR MEETINGS – Regular meetings of the Board of Directors of EHC shall be held without other notice than these By-Laws at least once per month in 7 of 12 months of the calendar year. The President or a majority of the Board of Directors may provide, by resolution, for the holding of additional regular meetings without other notice than such resolution.

SECTION 5. SPECIAL MEETINGS - Special meetings of the Board of Directors may be called by the President or the majority of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix the time and place for holding any special meetings of the Board of Directors called by them.

SECTION 6. QUORUM – A majority of the sitting elected Directors constitutes a quorum for the transaction of business at any meeting of the Board of Directors. If less than majority, as stated above, are present at said meeting, a majority of the Directors present may adjourn the meeting to another time without further notice.

SECTION 7. VOTING – Voting by the Board of Directors shall be via voice vote. Each board member shall have one vote. No Director shall be entitled to vote by proxy or by designee. In the event of a tie, the President shall cast one vote to break the tie.

SECTION 8. VACANCIES – Any vacancy occurring in the Board of Directors shall be filled by appointment of the President and approved by majority vote of the Board of Directors. A Director appointed or elected to fill a vacancy shall fill the unexpired term of his or her predecessor in office.

SECTION 9. RESIGNATION OR REMOVAL – A Director may resign at any time upon written notice to the Board of Directors. Any Director elected or appointed by the Board of Directors may be removed by majority vote of the Board of Directors whenever in their judgment, the best interests of EHC would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

SECTION 10. INFORMAL ACTION BY DIRECTORS – The authority of the Board of Directors may be exercised without a meeting if a consent, in writing, setting for the action taken, is signed by all of the Directors.

SECTION 11. INSURANCE – The Board shall arrange for insurance coverage of the organization and of Directors and other officers of the Board in their elected capacity.

ARTICLE 6: PLAYER ELIGIBILITY AND FEES

Section 1: ELIGIBILITY. EHC Fall/Winter player rosters shall be comprised of high school students currently enrolled in good standing at Carl Sandburg High School and meet the eligibility requirements as defined by the Amateur Hockey Association of Illinois (AHA). Spring and Summer rosters shall be comprised of students that would meet the residency and eligibility requirements for the upcoming Fall/Winter Seasons by the start of the season, and meet any requirements as defined by AHA.

Section 2: PLAYER FEES. Player Fees shall be made in accordance with the amount, timing and schedule established by the Board of Directors. Any player fees not made within 15 days of the due date could result in player suspension until such fees are paid.

Section 3: PLAYER DEPARTURE FROM EHC AND ELIGIBILITY FOR RETURN. Players that registered and participated with EHC for any season (Fall/Winter or Spring Seasons) *and depart the EHC program to join another hockey program* are only eligible to return under the following conditions:

- Maintain eligibility status for EHC as defined in Article 6, Section 1
- Have paid all prior dues owed to EHC
- Pay 50% of fall dues prior to the start of Fall/Winter Conditioning and Tryouts; and/or
- Are approved to return by the EHC BOD based on other factors and considerations based on the best interest of the Club

ARTICLE 7 COMMITTEES AND ADVISORY BOARDS

SECTION 1. COMMITTEES – The Board of Directors may establish such working committees and special task forces as required to attain the objectives of the Club. The Board appoints committee and task force chairs. The Board shall not appoint any committee or task force that assumes the fiduciary responsibility of the Board. Unless otherwise specified by the Board, no committee appointment shall extend beyond the end of the program year.

SECTION 2. COMMITTEE MEMBERSHIP – Committee members will be recruited by the Club through an open volunteer process on a first-come first-served basis. The Committee Chairs shall determine the number of volunteers needed for that committee. A wait list can be developed in the event any committee members cannot fulfill their duties.

SECTION 3. COMMITTEE PROJECT APPROVAL – All committee projects must be submitted to the Board for review and approval in the form of a written proposal or presented at a scheduled Board Meeting for approval. Written proposals must be submitted to all Board Directors at least seven (7) days before a regular board meeting for review. Committee recommendations must be in the form of a motion and must be approved by the Board.

ARTICLE 8: NOMINATIONS, ELECTIONS AND TERMS OF OFFICERS

SECTION 1. NOMINATING COMMITTEE – There shall be no nominating committee. Any member in good standing may submit his or her name for election for any open positions to the Secretary. Public notice to all members through electronic communication should be made for any open positions no later than August 1st of each year (with the exception of any position that opens up after that date due to resignation). Members must submit his or her name for election by submitting their name for consideration to the Secretary within 15 days of the public notice. The submission should include background information about the nominee and why the candidate believes they are a good fit for the open role and a Board position. The submission should be no longer than one page in length.

SECTION 2. NOTIFICATIONS – The Secretary shall send the list of candidates along with background submission to all current members no later than fifteen (15) days after the deadline for receipt of the nominating submissions.

SECTION 3. ELECTIONS – The election of the following year’s Board of Directors is to be held as an Annual meeting for election of any open Board positions. The date and time of the Annual meeting shall be announced at least 14 days prior to the special meeting. Votes shall be cast in person and by secret ballot and submitted to the Secretary. When voting by ballot, the results shall be tabulated and announced by the Secretary and the President. A majority of votes cast by the voting membership present at the annual meeting shall be required to elect a Director. Any tie vote for the last position on the board will be subject to a run-off election. Each family of the Club is entitled to two (2) ballots. The number of ballots cast is dependent upon the number of vacancies on the Board (i.e. if there are three (3) vacancies and five (5) members running, each family shall be allotted six (6) ballots.

SECTION 4. REMOVAL OF BOARD MEMBERS – Board members who are deemed not to be fulfilling their obligations and duties as a Board member may be removed by a majority vote of the remaining Board members. On a five-person Board, three votes needed (of the remaining 4 Board members); on a seven-person Board, four votes needed (of the remaining six Board members) to remove a Board member. A special nomination and vote process to fill that open position (as defined in Article 8) shall be conducted within 30 days of removal of the Board member.

ARTICLE 9: BOOKS AND RECORDS, CORPORATE SEAL AND FISCAL YEAR

SECTION 1. BOOKS AND RECORDS – The Board of Directors shall be responsible for the maintenance of correct and complete books and records of account and shall also keep minutes of the proceedings of its

members, Board of Directors and Committees having any of the authority of the Board of Directors, and shall keep a record giving the names and addresses of the Board of Directors. The Board of Directors shall also be responsible for the filing of any federal, state or local reports, including but not limited to the Internal Revenue Service and the Attorney General's Office of the State of Illinois. The Board of Directors may employ the services of any qualified independent accountant(s) to assist in the completion of any financial or tax reporting requirements. No certified audit shall be required of the financial activity of EHC unless otherwise required by law.

SECTION 4. FISCAL YEAR – The fiscal year shall be from May 1 – April 30

ARTICLE 10 FUNDS

SECTION 1. IRS COMPLIANCE – All funds of the organization shall be managed in accordance with all statutes and regulations governing not-for-profit organizations with tax-exempt status pursuant to Section 501 (c)(3) of the internal Revenue Code.

SECTION 2. – DUES – Dues will be required of all members, the schedule of dues to be determined annually by the Board. Dues shall be defined as the timely payment of the Club fees as established by the Board.

SECTION 3. – Deposits - The treasurer or other agent so approved by the Board shall deposit funds received by the Club in such bank or financial institutions as the Board may direct, an in accordance with generally accepted accounting practices.

SECTION 4. – DISBURSEMENTS – Funds may be withdrawn by check, draft, or other orders for the payment of money. The Treasurer shall have authority to sign these payments of money if also approved by one additional Board member. Withdrawals in the amounts greater than \$500 will require prior written approval (email is sufficient) from the President.

SECTION 5. – REIMBURSEMENTS – Funds shall be provided to pay for out-of-pocket or other necessary expenses incurred on behalf of the Club. The Board must approve all expenditures that have not been budgeted towards a specific event. All reimbursement requests must be accompanied with proper receipts or documentation.

SECTION 6. – LOANS – No loans shall be contracted on behalf of the EHC and no evidences of indebtedness shall be issues in its name unless authorized by Board resolution.

SECTION 7. – CONTRACTS – The Board of Directors must approve all contracts entered into on behalf of EHC. Contracts shall be signed by the President of the Board.

ARTICLE 11: TAX EXEMPT PROVISIONS

SECTION 1. – The assets of the corporation are permanently dedicated to exempt purposes within the meaning of Section 501©(3) of the Internal Revenue code of 1986 (or corresponding provisions of future laws). The corporation shall not be operated for the pecuniary profit and shall have no capital stock and shall make no distribution of dividends to its members, Directors, Officers or persons having a private interest in the activities of the corporation.

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of the Section 501©(3) of the Internal Revenue code, or corresponding section of future tax code, or shall be distributed to the federal government , or to a state or local government, for a public purpose. Any such assets not 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 12: AMENDMENTS TO THE BYLAWS

SECTION 1. - The power to alter, amend, or repeal these By-Laws or adopt new By-Laws shall be vested in the Board of Directors unless otherwise provided in these By-Laws. Such action may be taken at a regular board meeting or special meeting for which written notice of the purpose shall be given and shall require 4 votes (in a 5-person Board) and 5 votes (in a 7 person Board).

ARTICLE 13: INDEMNITY

SECTION 1. – The EHC shall indemnify any and all of its Directors against losses and expenses actually and necessarily incurred by them in conjunction with the defense or settlement of any action, suit, or proceedings in which they are made a party, by reason of being or having been a Director of the EHC, and for which they do not otherwise have available to them insurance covering such exposure or expenses, except in relation to matters as to which any such Director shall be adjudged in such action, suit, or proceeding to be liable for willful misconduct in the performance duty, and to such matters as shall by agreement predicated on the existence of such liability.

SECTION 2. – Nothing contained in this section shall be binding if in conflict with existing law or the terms of any insurance of the Club or Directors.