

UPPER ST. CLAIR HOCKEY ASSOCIATION BYLAWS
(Amended February 10, 2026)

ARTICLE I ORGANIZATION

Section 1: NAME

The Association shall be incorporated as a non-profit corporation under the laws of the Commonwealth of Pennsylvania and shall be named Upper St Clair Independent Hockey Club (the Corporation).

Section 2: REGISTERED ADDRESS

The registered address of the Corporation shall be c/o Athletic Office, Upper St. Clair High School, 1820 McLaughlin Run Road, Upper St. Clair, Pennsylvania, 15241 or at such place as designated from time to time by the Board of Directors (the Board) as required to carry out the affairs of the Corporation.

Section 3: REGISTERED AGENT

The registered agent of the Corporation shall be the Treasurer duly appointed by the Board.

Section 4: NON-PROFIT STATUS

The Corporation is organized as a non-profit corporation in the Commonwealth of Pennsylvania on a non-stock membership basis, not involving pecuniary gain or profit for any of its members, for a term of perpetual existence.

Section 5: EXEMPT STATUS

The Corporation shall be organized and shall operate exclusively as an exempt organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and as may be amended in the future.

Section 6: USE OF FUNDS

All funds and property of the Corporation shall be used and distributed exclusively for the purposes of the Corporation as set forth in Article II, hereunder.

Section 7: FISCAL YEAR

The fiscal year of the Corporation shall begin April 1 and end on March 31 of the following year.

Section 8: AUTHORITY TO CONDUCT BUSINESS

Subject to any limitations of Subchapter F, "Exempt Organizations," Subtitle A, Chapter 1, of the Internal Revenue, Code of 1986, as amended, the Corporation shall be authorized to:

- a. purchase, own, invest, construct, develop, operate, manage, lease and sell real and personal property of every type and description
- b. acquire, maintain, improve, convey, assign, dispose of, mortgage or lease any real estate or other property of any type, and any personal or mixed property necessary to its operation
- c. borrow money and issue evidence of indebtedness in furtherance of any and all of the objects of its business; to secure the same by deed of trust, bond, pledge, or other lien
- d. to enter into any kind of activity and to perform and carry out contracts of any kind necessary to or in connection with, or incidental to the accomplishment of the purposes of the corporation

Section 9: FINANCIAL STATEMENTS

The Treasurer shall prepare a true statement of the assets and liabilities and of operations of the Corporation to be presented at each meeting of the Board. Such Financial statement shall be made available to any member upon request.

Upon request, the Treasurer shall provide an annual financial report of operations to the Executive Director of USA Hockey or any affiliate of USA Hockey (e.g., MidAm Hockey).

Section 10: TRADEMARK PROTECTION

All use of the Corporation name, team nickname, and Corporation Team Logo shall only be as allowed by the Board of Directors and Executive Committee. Any unapproved use by members shall be subject to review by the Executive Committee and possible suspension and/or termination of membership.

Section 11: DISSOLUTION

The Corporation may be dissolved only by two-thirds written, referendum vote of the General Membership, as defined herein.

In the event of liquidation or dissolution of the Corporation, or in the event that it shall cease to carry out any of its purposes, all funds and property of the Corporation shall be distributed to non-profit corporations with purposes similar to those as set forth in Article II, hereunder, and which are exempt organizations as set forth in the preceding Section 4 of this Article I, that the Directors of the Corporation may select, and in no event shall any of the funds or property be distributed to any members or used for any other purpose.

ARTICLE II PURPOSE

The Corporation is a non-profit organization operating competitive youth hockey programs for the benefit of youth in the area of the Township of Upper St. Clair and the Upper St. Clair School District. The express purposes of the Corporation are:

- a. To develop character, sportsmanship and physical fitness among the youth of the Upper St. Clair area while promoting and encouraging both educational and cultural experiences
- b. To promote, encourage and improve the standard of amateur ice hockey on a local, state and national level and to support and develop amateur athletics for local, state and national competition
- c. To associate with other amateur ice hockey association
- d. To affiliate with USA Hockey per the Affiliate Agreement found in the USA Hockey Annual Guide
- e. To create, implement, modify, and conduct an amateur hockey program consistent with the rules and regulations of USA Hockey, Inc., the Mid-American District Hockey Association, Inc., the Western Pennsylvania Interscholastic Hockey League, and the Upper St. Clair School District; or any successor(s) to the above
- f. To perform or participate in such other educational activities as may be necessary to facilitate the achievement of the foregoing purposes
- g. To operate the Corporation consistent with the purpose of a public benefit, nonprofit corporation organized under Internal Revenue Code Section 501(c)(3) and the non-profit corporation laws of the Commonwealth of Pennsylvania
- h. To remain non-profit, nonsectarian and nonpartisan. The Corporation does not contemplate pecuniary gain or profit to any member and is organized solely for nonprofit purposes. No substantial part of the activities of the Corporation shall be devoted to carrying on propaganda or otherwise attempting to influence legislation or to become involved in any political activities

ARTICLE III MEMBERSHIP

Section 1: ACTIVE MEMBER

An Active Member shall be defined as:

1. any parent, step-parent, guardian or other person who makes at least one payment and is in good standing, in accordance with a funding schedule published by the Corporation, toward the participation fee of any youth player rostered in the youth hockey programs operated by Corporation, who, collectively with such parent(s), stepparent(s), guardian(s) or other person(s) are defined as a "Family," in the recurring youth hockey programs offered by the Corporation, or

2. any other interested party admitted for a one-year period as an Active Member by affirmative action of the Board
3. The term for participation of an Active Member shall commence with the date of the first payment made by such person or affirmative action which occurs as referenced in section 1.2 above and end upon the completion of the next Annual Meeting

The entire list of Active Members, as maintained on the records of the Corporation from time to time, shall constitute the General Membership.

The Corporation shall not discriminate on the basis of race, color, religion, age, sex, or national origin as it pertains to General Membership approval or participation in amateur athletic competition. The Corporation shall provide equal competitive opportunity to amateur athletes, trainers, managers, administrators, and officials to participate in amateur athletic competition, consistent with the requirements of the Amateur Sports Act of 1978, as amended.

In the event of voluntary cessation or cessation of participation for cause as provided in Section 2 of Article III in any of the recurring programs offered by the Corporation of any youth for whom funding support, as defined herein, is provided by any Active Member, such Active Member shall forfeit his or her status as an Active Member and shall no longer be considered part of the General Membership and shall no longer enjoy the privileges of such membership.

Section 2: EXPULSION

Any Active Member may be expelled, after due notification and upon conduct of an informal hearing before the Board, such hearing to be open to the General Membership, by vote of two thirds of the Board.

The Secretary shall provide at least ten days' notice to the Active Member in question and the members of the Board, although this may be waived by mutual agreement.

The Active Member shall be afforded the opportunity to speak and be heard, present witnesses to testify and to question other witnesses on their behalf prior to any final disposition by the Board.

Section 3: VOTING RIGHTS

Each Active Member in attendance at the Annual Meeting shall be entitled to one vote per youth player registered by and through such Active Member by secret ballot in the election of members to the Board and other matters brought before the General Membership, provided that such youth player is also registered with USA Hockey (i.e., Active Members responsible for the registration of two youth players shall be entitled to two votes, Active Members responsible for the registration of three youth players shall be entitled to three votes, etc.). Proxy voting shall not be permitted by the General Membership. Cumulative Voting shall not be permitted.

Section 4: RIGHT TO HOLD OFFICE

Each Active Member at least 18 years of age is entitled to run for a position on the Board of Directors under the procedures established by these Bylaws, and if elected to the Board, to be appointed to any office of the Corporation.

Section 5: REFERENDA

Upon request in writing and witnessed by one-quarter of the General Membership, the Board shall, or upon its own initiative may, submit any question to the General Membership for an electronic referendum vote.

Section 6: ACTIVITIES FUNDS

Any person, association, partnership, corporation or estate may establish or participate in any activities fund administered by the Board or its designate, to further the purposes of the Corporation. Participation in such a fund shall carry with it no voting rights or other privileges of membership.

Section 7: ANNUAL MEETING

The annual meeting of the General Membership shall be the first order of business in April of each year. The Annual Meeting shall be open to all members of the Corporation. The actions and policies adopted by the Board of Directors during the previous year and all actions and policies being considered for the future shall be reported to the General Membership at this meeting.

Section 8: NOTICE AND QUORUM

Written notice shall be given by direct distribution to each Active Member entitled to a vote at the Annual Meeting at least fifteen (15) days prior to such Annual Meeting. The notice of Annual Meeting shall include the list of Active Members selected by the Nominating Committee to run for positions on the Board and the text of any amendments to the Bylaws which will be presented for approval at that meeting.

The Active Members present at the Annual Meeting shall constitute a quorum.

Section 9: ANNUAL MEETING ORDER OF BUSINESS

The order of business at the Annual Meeting, unless amended by majority vote of those present shall be as follows:

- a. Call to order
- b. Minutes of the last Annual Meeting
- c. Treasurer's Report

- d. Executive Committee Reports
- e. Standing Committee Reports
- f. Other Committee Reports
- g. Nominating Committee Reports
- h. Nominations from the floor
- i. Election of members to the Board
- j. Other business
- k. Adjournment

Section 10: SPECIAL MEETINGS

Special Meetings of the General Membership may be called by the President, or by written request to the President by at least five (5) members of the Board. The Secretary shall notify the General Membership of the time and place of such meetings at least five (5) days in advance. The Active Members present at a Special Meeting shall constitute a quorum.

Section 11: DISPUTE RESOLUTION

All claims, demands, discipline or disputes (“Disputes”) arising by and between Parties, as defined in the USA Hockey Annual Guide Bylaw Section 10 (“Bylaw 10”), shall be subject to the provisions of Bylaw 10 and shall constitute the sole and exclusive remedy for dispute resolution. All Members are required to utilize that process. In the event that a controversy or dispute arises regarding the construction, interpretation, or application of these Bylaws, Rules and Regulations, or decisions of the Board of Directors, the dispute shall first be submitted to the Corporation’s Executive Committee, or its designee for resolution.

Section 12: MEMBERSHIP FEES

All dues, fees, and/or assessments required to be paid in order to obtain General Membership status shall be reasonable in relation to the programs offered by the Corporation to such members.

Section 13: PUBLICATION OF BYLAWS

The Secretary shall annually distribute these Bylaws and other documents to the General Membership by posting to the Corporation’s website.

ARTICLE IV BOARD OF DIRECTORS

Section 1: BOARD OF DIRECTORS

The property and affairs of the Corporation shall be managed by a Board of Directors composed of no less than three (3) and no more than fifteen (15) elected and appointed directors to be selected from the General Membership. The Board shall consist of at least the Executive Committee of the Board and a Team Manager from each team within the Corporation that participates in the Pittsburgh Interscholastic Hockey League or its equivalent. The Board may appoint up to three (3) additional directors for a term of one year to serve special functions within the Corporation as long as the total number of appointed directors does not exceed fifteen (15).

At all times and without exception, the majority of the Board shall be composed of elected Directors.

Section 2: ELECTION OF DIRECTORS

Directors who are members of the Executive Committee of the Board shall be elected at the Annual Meeting. A Director may succeed himself for an indefinite number of years so long as that director maintains his status as an Active Member and is duly elected.

At a reasonable point in time following both the Annual Meeting and tryouts for the subsequent season, each team within the Corporation shall meet and select a Team Manager who shall be a Director. Each such team may consult with members of the Board to help identify such Team Manager.

In the event of a vacancy due to resignation, expulsion or any other reason, the Board shall by majority vote appoint an Active Member to fill the vacancy for the remainder of the term.

In the event that, for any reason, a Director ceases to be an Active Member of the Corporation, his or her Directorship shall be immediately vacated, to be filled in accordance with the provisions herein.

Section 3: TERM OF OFFICE

The President, Secretary, and Treasurer positions will begin their respective two-year terms in odd numbered years commencing at the conclusion of the annual meeting. The Vice Presidents (Director of Operations and Coaching, Registrar and Fundraising) will begin their respective two-year terms in even numbered years commencing at the conclusion of the annual meeting. Any other Director elected at the Annual Meeting will serve for one year with their term expiring following the Annual Meeting of the following year. Directors appointed by the Board to perform special functions serve only until the next Annual Meeting. Directors appointed by the

Board to perform special functions as well as Team Managers serve only until the next Annual Meeting.

Section 4: DUTIES OF THE BOARD OF DIRECTORS

The duties of the Board shall include:

- a. To fill any vacancies which may occur in the Executive Committee or in the Board;
- b. To manage the business, property and affairs of the Corporation;
- c. To formulate the policies and determine the overall conduct and standards of the hockey programs to be administered by the officers;
- d. To vote on the recommendations of the VP—Director of Operations and Coaching regarding the hiring and removal of coaches for the hockey program and to administer such coaches' contracts.
- e. To establish budgets and set fees for the hockey programs;
- f. To study and approve all proposals to amend or revise the Bylaws, rules or regulations;
- g. To review and act upon any temporary decision of the President; and,
- h. To hear and rule on any appeals.

Section 5: REGULAR MEETINGS

Regular meetings of the Board shall be held not less than four (4) times per fiscal year at times and places to be determined by the President. The Secretary or President shall notify all Board Members of the time and place of such meeting at least ten (10) days in advance. Such regular meetings of the Board shall be open to the General Membership.

Section 6: SPECIAL MEETINGS

Special Meetings of the Board may be called by the President, or by written request to the President, of at least five members of the Board. The Secretary shall notify members of the Board of the time and place of such meetings at least five (5) days in advance.

Section 7: QUORUM

A majority of the members of the Board, including a majority of the members of the Executive Committee, must be present to constitute a quorum at any regular or special meeting of the Board.

Section 8: ORDER OF BUSINESS

The order of business for meetings of the Board shall be:

- a. Roll call of the Board
- b. Minutes of the previous meeting
- c. Treasurer's report

- d. Executive Committee Reports
- e. Communication
- f. Standing Committee Reports
- g. Other Committee Reports
- h. Old Business
- i. New Business
- j. Adjournment

Section 9: PARLIAMENTARY PROCEDURES

All meetings shall be governed by rules of parliamentary procedure. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Corporation may adopt.

Section 10: PERSONAL LIABILITY OF DIRECTORS AND OFFICERS

No Director shall be liable in any manner for any debts or obligations of the Corporation and shall not be subject to any manner of assessment by virtue of his membership and the Corporation will indemnify and hold harmless any Director against any claim of liability by or to any person other than the Corporation, in respect of any act or failure to act so long as such or failure to act was performed in such manner determined by him to be in the best interest of the Corporation, and so long as he was not guilty of gross negligence, misconduct or breach of a fiduciary obligation in such act or failure to act. It is the intent of the Corporation that this provision of the Bylaws comply with 15 Pa. C.S.A. § 5713.

Section 11: RESIGNATION

Any member of the Board may resign as an officer of the Corporation, member of the Board and/or withdraw from Active Membership in the Corporation at any time, upon written notice of his or her desire to do so, delivered to the President or Secretary of the Corporation.

Section 13: EXPULSION

Any Director may be subject to removal upon missing four (4) Board Meetings within a fiscal year, or for failure to discharge the normal duties of a Board member, or for conduct detrimental to the Corporation, after due notice and opportunity for a hearing, by a vote of two-thirds of the Board of Directors at any regular or special meeting. The Secretary shall provide at least ten (10) days' notice to the subject director and to the members of the Board prior to the regular or special meeting at which the matter is to be resolved. The member shall be afforded the opportunity to be heard at the meeting.

ARTICLE V EXECUTIVE COMMITTEE

Section 1: COMPOSITION

The Executive Committee of the Board of Directors shall consist of the President, Past President, three (3) Vice Presidents, Secretary and Treasurer, any Director directly elected by the General Membership or appointed by the board to fill a vacancy per Article 4 Section 4.a, and the Team Manager of each rostered team. In the event the President succeeds himself or the previous President elects not to serve or no longer qualifies as an Active Member, the Board may, at its discretion appoint a substitute committee member from the Board membership.

Section 2: DUTIES

The Executive Committee, under the direction of the President, shall prepare policies, programs and budgets for discussion, revision and approval by the Board.

The policies prepared by the Executive Committee shall, at a minimum, comply with mandatory requirements of USA Hockey, including the minimum criteria addressing and prohibiting sexual and physical abuse.

Section 3: VOTING

All members of the Executive Committee, with the exception of the President and Past President, shall be entitled to one (1) vote and shall be designated as voting members. The President shall be entitled to one (1) vote in the event of a tie vote of the voting members of the Executive Committee.

Voting shall be conducted as a Voice Vote at regular and special meetings. Any member may request a Recorded Vote when a motion is on the floor, and in this case a simple majority Voice Vote is required to approve the request for a Recorded Vote.

An Electronic Vote via email may be conducted if the President, Secretary, and VP Coaching & Operations unanimously agree on this course. The email vote shall be submitted to the Executive Committee with a minimum of 3 days notice to reply with a vote of Yes, No, or Abstain. Electronic Votes must be Unanimous (100% Yes votes) in order to be approved. Otherwise, the Action must be reserved for the next Board Meeting.

ARTICLE VI OFFICERS AND ADMINISTRATORS

Section 1: PRESIDENT

The duties of the president shall include, but not be limited to, the following:

- a. To preside at all regular or special meetings of the General Membership or Board
- b. To call special meetings of the Corporation or Board
- c. To make decisions on questions not provided for in the Bylaws or rules until the next regular or special meeting of the Board
- d. To represent, or designate suitable representation for, this Corporation at other ice hockey association meetings
- e. To appoint chairpersons of any Standing Committees of the Corporation, subject to the approval of the Board
- f. To appoint, subject to approval of the Board, a Team Manager for any team(s) organized within the Corporation in the event that a team does not volunteer a Team Manager within ten (10) days of the beginning of the season
- g. To serve as an ex-officio member of all committees
- h. Any such other duties as may be specially assigned by the Board

Section 2: VICE-PRESIDENTS

The duties of the Vice Presidents shall include, but not be limited to the following:

- a. The Vice Presidents, consisting of a Vice President - Director of Operations and Coaching; Vice President - Registrar; and a Vice President - Fundraising shall assume such duties as may be assigned by the President or the Board
- b. The Vice President - Director of Operations and Coaching shall:
 - i. Assume the duties and powers of the President in his or her absence
 - ii. To interview and select members of the coaching staff and submit candidates for final Board approval
 - iii. To coordinate coaches participation in tryouts and other Corporate functions involving hockey training
 - iv. To promote the teaching of uniform, structured hockey systems throughout the program offerings of the Corporation
 - v. To attend all meetings of the Board
- c. The Vice President – Registrar shall:
 - i. Coordinate all aspects of business manager activities for compliance with PIHL, Mid Am, and USA Hockey requirements
 - ii. Create PIHL and USA Hockey rosters for all teams. Coordinate needed roster updates through the season as requested by coaches/team managers
 - iii. Ensure compliance of all required parties with clearance and certification requirements as dictated by USA Hockey, Mid Am, PIHL, USC School District, the Commonwealth of Pennsylvania and other governing bodies. Includes, coaches, players, board members, and other parties
 - iv. Train Team Managers on required procedures

- d. The Vice President – Fundraising shall:
 - i. Coordinate the annual membership fundraising to meet general budget goals as approved by the Board
 - ii. Oversee all aspects of all Corporation fundraising to ensure compliance with regulations as may be imposed by all affiliate and governing entities.
 - iii. Oversee community outreach activities of the Corporation

Section 3: SECRETARY

The duties of the Secretary shall include, but not be limited to, the following:

- a. To record the attendance and Minutes of all regular or special meetings of the Board or General Membership
- b. To assume responsibility for Corporation correspondence
- c. To receive and register all Active Members of the Corporation at the Annual Meeting
- d. To notify the General Membership of the time and place of the Annual Meeting or any special meetings
- e. To provide an annual report of the affairs of the corporation, to be presented to the General Membership at the Annual Meeting
- f. To advise the board on a regular basis regarding unexcused absences of Board members
- g. Such other duties as may be specifically assigned by the Board

Section 4: TREASURER

The duties of the Treasurer shall include, but not be limited to, the following:

- a. To receive or supervise receipt of all funds due the Corporation and the deposit of same into an insured bank. The Treasurer shall furnish a security bond as the Board may deem necessary, the cost of which shall be paid by the Corporation
- b. To provide regular monthly reports and an annual report as to the finances of the Corporation
- c. To ensure that the Corporation maintains the minimum insurance policy requirements as mandated by USA Hockey
- d. To prepare and file any financial or statutory reports or filings as may be required by governing agencies
- e. To keep and maintain ledgers and other books of account, which may be audited at the request of the Board
- f. Such other duties as may be specifically assigned by the Board

Section 5: PAST PRESIDENT

The Past President shall be a member of the Executive Committee of the Board of Directors, shall provide guidance and counsel to the President and perform such other duties as may be specifically assigned by the President or the Board. The position of Past President shall be held by the most immediate Past President for a term not to exceed one (1) year.

Section 6: ELECTED DIRECTORS

The Directors directly elected by the General Membership shall be a member of the Executive Committee of the Board of Directors and perform such other duties as may be specifically assigned by the President or the Board. The following Elected Directors will serve on the Board for one-year terms:

- a. Director – Communications
 - i. Publish tryout and fee schedule information as approved by the board
 - ii. Manage prospective player registrations and related technology
 - iii. Coordinate acceptance process for all teams after tryouts
 - iv. Manage all updates to the Corporation’s website and team management software
 - v. Manage all social media accounts for USC Hockey. Train team liaisons and/or Social Media Interns as appropriate to publish social media updates
 - vi. Handle all Corporation communications throughout the season as requested by authorized Board members
 - vii. Oversee all accounts and online content for compliance with all affiliate guidelines, regulations, and codes of conduct.

- b. Director – PIHL and Affiliate Relations
 - i. Ensure USC attendance at all PIHL and other affiliate meetings as required
 - ii. Ensure team registrations/commitments are made to the league in coordination with other Board members
 - iii. Report back to the Board on league updates and information, rule changes to be voted on, etc.
 - iv. Convey any comments, concerns, and questions in regard to USC Hockey to PIHL
 - v. Coordinate PIHL Awards processing with district and High School Team managers

- c. Director – Equipment
 - i. Set up uniform selection and ordering process for all Corporation teams
 - ii. Manage player number assignments process and seniority
 - iii. Recommend, facilitate, purchase and sell other spirit wear and team apparel as approved by the Board

- d. Director – Ice Scheduler
 - i. Obtain sufficient ice time for the hockey programs and to allocate ice hours in a fair and equitable manner
 - ii. Publish all ice time assignments for team practices
 - iii. Serve as the main point of contact for rink management

- iv. Seek to maximize ice usage and actively communicate availability or schedule changes to all stakeholders
 - v. Verify and approve invoices for ice rental in advance of payment
- e. Director – Developmental Hockey
- i. To create and execute programs at the 8U, 10U and 12U levels that develop players in preparation for the organization’s Middle School program
 - ii. Identify qualified and proper credentialed coaches to lead practices and games.
 - iii. Solicit players from within the township and place in proper age and skill team units based on the number of participants and other practical constraints
 - iv. Promote fun and excitement for all participants
 - v. Schedule games and practices in an equitable manner based on available competition and ice time
 - vi. Coordinate with other members of the Board of Directors to execute the program in an effective manner

Section 7: TEAM MANAGERS (Middle School and High School)

The duties of the Team Managers shall include, but not be limited to, the following:

- a. To administer the day-to-day functions of the respective teams offered by the Corporation including, but not limited to, scheduling, travel arrangements, Active Member relations;
- b. To act as liaison between Active Members and the Treasurer
- c. To act as liaison between Active Members and the Board
- d. To report specific incidents or transactions involving his or her team to the Executive Committee or Board
- e. Such other duties as may be specifically assigned by the President or Board

ARTICLE VII COMMITTEES

Section 1: CREATION OF COMMITTEES

The President, with the approval of the Board, may create and empower Committees from Board members and/or General Membership to address requirements or the operations of the Corporation.

Section 2: NOMINATING COMMITTEE

The Nominating Committee is responsible for identifying Active Members to run for positions on the Board at the Annual Meeting. It shall consist of the President, Past President, the three Vice Presidents, Treasurer and Secretary. However, additional members of the Executive Committee may be added as members by majority vote of the Board.

ARTICLE VIII AMENDMENTS TO THE BYLAWS

Section 1. BOARD OF DIRECTORS

The Board may amend these Bylaws, so long as the proposed amendment does not alter the rights and privileges of the General Membership, by presenting the amendment at a regular or special meeting and voting on the amendment at a subsequent regular or special meeting. The approval of two-thirds of the membership of the Board is required to pass the amendment.

If, in the opinion of a majority of the Board, a proposed amendment will alter the rights and privileges of the General Membership, such proposed amendment must be submitted to the General Membership via referendum or special meeting and may be approved only by a vote of two-thirds of the General Membership.

Section 2. ANNUAL MEETING

These Bylaws may be amended at an Annual Meeting by including the proposed amendment in the notice of Annual Meeting and having the Active Membership vote on the proposed amendment by secret ballot at the Annual Meeting. The approval of two-thirds of the votes cast is required to pass such proposed amendment.

Section 3: INTERACTION WITH THE BYLAWS OF USA HOCKEY

To the extent that these Bylaws, and any amendments thereto, conflict with the Articles of Incorporation, Bylaws, Rules and Regulation, Playing Rules, or decisions of the Board of Directors of USA Hockey, these Bylaws, and any amendments thereto, shall be subservient to such governing documents and/or decisions of USA Hockey.

ARTICLE IX PROGRAM FUNDING

Section 1: BUDGETARY REQUIREMENTS

The budgetary requirements of the organization will be determined prior to the third Board meeting of the respective fiscal year and no later than September 1.

Section 2: ACTIVE MEMBER FUNDING

A financial commitment will be made by each Active Member supporting a youth participating in a Corporation sanctioned team to be paid in accordance with a funding schedule provided by the Treasurer and approved by the Board. Funds paid to satisfy this financial commitment are subject to change from year-to-year and refundable at the discretion of the President and Treasurer with the consent of the Board.

Active Members not meeting financial commitments may be expelled in accordance with the provisions of Article III, Section 2 herein.

Section 3: FUNDRAISING.

Fundraising activities may be made available to the Active Membership to provide alternative means of meeting funding requirements.

Individual teams may not make additional fundraising activities available to Active Members participating in the respective programs without Board approval.

ARTICLE X TEAM MEMBERSHIP

Section 1: TEAM SELECTION

Team Members shall be selected by the coaching staff through open tryouts, in consultation with the Vice President - Director of Operations and Coaching or their designate(s) that ensures an objective process is followed. Any tryout evaluator is prohibited from evaluating prospective players who are family members. All amateur hockey players who meet the requirements as set forth by USA Hockey, Inc., the Mid-American District Hockey Association may try out.

Alternate Team Members may be selected to replace any Team Member unable to continue to compete or meet financial commitments. Alternate Team Members do not qualify as Active Members until such time as an offer of a permanent position on a team is made and the criteria for Active Membership are met.

All prospective Team Members at the High School or Middle School level must participate in tryouts unless an exception is granted in advance of the start of tryouts by the Vice President - Director of Operations and Coaching or their designate. Exceptions will be granted for reasons of injury, scholastic or family commitment, or other reasonable circumstance. If a prospective Team Member at these levels is not a resident of Upper St. Clair as of the start of tryouts, they may be considered as an Alternate Team Member at a later date subject to USA Hockey and PIHL requirements.

Section 2: TEAM RULES AND CONDUCT

A Team member must adhere to all team rules and policies as established by the Coach, the Board, USA Hockey, and Upper St. Clair School District. Failure to comply with any team rules or policies may subject the Team Member to discipline per this Article X and other remedies

Section 3: PARTICIPATION IN OTHER HOCKEY PROGRAMS

A Team Member may be a member of an amateur hockey association in addition to Upper St. Clair hockey.

Section 4: PLAYER ATTENDANCE

Attendance at all league games is mandatory unless prior approval of the head coach is obtained. In the event that attendance and advance notice is not possible, the head coach should be advised of the reason for absence. Recourse for unexcused or consistent absences is to be determined by the coaching staff subject to review as allowed in this Article X.

Section 5: SUSPENSION

Separate from and in addition to any suspensions or discipline that may be imposed by PIHL or other affiliates, a Team Member may be suspended by a Head coach with approval from the President and Vice President—Director of Operations and Coaching from a team due to violations of team rules for a period not to exceed ten (10) days. Team Members may be suspended for a period in excess of ten (10) days for cause based upon recommendation of the coaching staff and approval by a simple majority vote of the Executive Committee which may be conducted via Electronic Vote of the Board subject to Article V.

Any Active Member whose child or legal dependent (Team Member) is subject to suspension is not excused from the financial commitments to the program.

Suspended or Suspension shall mean the player may not participate in any games, practices or other team activities.

For the avoidance of doubt, nothing in this Article restricts a coach's ability to make decisions regarding benching players, healthy scratches, playing time, or other participation.

Any appeal of a Suspension under this Article shall be pursuant to USA Hockey Bylaw 10.

Section 6: PERMANENT EXPULSION OF TEAM MEMBER

Team Members may be permanently excluded from the team as a result of continued discipline problems provided that the team member is afforded the rights as set forth in Article III, Section 2 and Section 11.

Any Active Member whose child or legal dependent (Team Member) is subject permanent expulsion is not excused from the financial commitments to the program.

Section 7: GOOD STANDING REQUIREMENT

All Team Members, in order to be considered to have membership in good standing with the Corporation, shall also be registered participant members in good standing with USA Hockey.

ARTICLE XI COMPLIANCE WITH USA HOCKEY

Section 1: ENFORCEMENT OF GOVERNING DOCUMENTS

The Corporation shall assist USA Hockey in the administration and enforcement of the provisions of the provisions of the Bylaws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of USA Hockey, within and upon its General Membership, Team Members, and any other persons who come within its jurisdiction.

Nothing contained herein shall be construed to delegate the duties or responsibilities of the Corporations Directors or Officers to USA Hockey.

Section 2: CORE VALUES

The Corporation shall be guided by the core values of USA Hockey, as provided for under Bylaw #1 contained in Section II(A) of the Affiliate Agreement found in the USA Hockey Annual Guide.

Section 3: INDEMNITY

The Corporation shall Indemnify USA Hockey in compliance with Bylaw #2 contained in Section II(B) of the Affiliate Agreement found in the USA Hockey Annual Guide.

Section 4: USA HOCKEY PREEMINENCE.

The Corporation shall abide by and act in accord with the Articles of Incorporation, Bylaws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of USA Hockey, and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of the Corporation.

No provision contained within these Bylaws shall be construed to prevent the Corporation from implementing rules, policies or procedures which may be more stringent than those of USA Hockey, provided that such rules, policies and procedures do not conflict with the same.

Section 5: DISTRIBUTION OF BYLAWS

The Corporation shall also make copies of these Bylaws and any other governing documents available via the Corporation's website.