

# MINNESOTA HOCKEY OFFICIALS ASSOCIATION

## BY-LAWS

Amended 2017

### ARTICLE I - OFFICE of the CORPORATION

The office of the Corporation shall be located in the City and State designated in the Articles of Incorporation. The Corporation may also maintain offices at such other places within or without the United States as the Board of Directors may, from time to time, determine.

### ARTICLE II - MEMBERSHIP

**Section 1 - Membership Qualifications.** Membership shall be open to hockey officials who have successfully completed the current hockey season registration process with USA Hockey. Additional qualifications may be established by the Board of Directors.

**Section 2 - Voting Rights.** Each member is entitled to one vote on any issue requiring the consent of the general membership providing that said member has completed the USA Hockey registration process and has also applied to and paid the registration fee for membership in the Minnesota Hockey Officials Association. Membership in the corporation shall be renewed each year. The President shall have voting rights at all meetings, including committees and elections.

**Section 3 - Registration Fees.** Registration fees for all registered officials shall be determined by the Board of Directors.

### ARTICLE III - JURISDICTION

**Section 1 - Jurisdiction.** Minnesota Hockey (MH, formerly known as Minnesota Amateur Hockey Association) shall have the final jurisdiction over all amateur officials in Minnesota through its rules and applying the membership standards as established by this corporation and the registration rules as established by USA Hockey.

### ARTICLE IV - MEETINGS

**Section 1 - Annual Meeting.** The annual meeting shall be held in the spring of each year at the same time and in conjunction with the meeting of MH, for the purposes of electing officers and for the transaction of any other business which may come before the meeting.

**Section 2 - Special Meeting.** Special meetings of the members may be called by the President, by a majority vote of the Board of Directors or by not less than one-fifth of all the members of the corporation.

**Section 3 - Place of Meetings.** The President may designate any place within the state of Minnesota as the site of any annual or special meeting.

**Section 4 - Notice of Meetings.** Written notice via US Mail, e-mail, website posting or telephone call, stating the place, day and hour of the meeting shall be delivered not less than ten (10) nor more than thirty (30) days prior to the date of the meeting. In the event that a special meeting of the Board of Directors is required, the notice requirement shall be "not less than 24 hours".

**Section 5 - Quorum.** A majority of the members of the Board of Directors shall constitute a quorum at any meeting.

**Section 6 - Proxies.** There shall be no representation by proxy of members of this corporation or its Board of Directors.

### ARTICLE V - BOARD OF DIRECTORS - 'SUPERVISOR OF OFFICIALS'

**Section 1 - General Powers.** The Board of Directors shall have the power to run the business affairs of the corporation and shall also be the MH Supervisors of Officials.

**Section 2 - Number of Members.** The number of Directors of the corporation shall be not less than one (1) Supervisor of Officials elected and/or appointed from each MH District, the USA Hockey District Referee-In-Chief, the Immediate Past President and the elected officers (President, North VP, South VP, Treasurer and Secretary). Each Director, with the exception of the USA Hockey District Referee-In-Chief, shall be elected by members of each MH District and/or appointed by the MH Referee Section Director and shall be a representative of that District. The Board of Directors may also invite the Supervisor of Officials of a MN Hockey sanctioned league, such as Adult, Women and Junior Hockey, to be a sitting Board Member of the corporation.

**Section 2a - Term.** District Supervisors shall hold office for one (1) year. Article VI addresses terms of elected officers.

In the event of vacancy by resignation or other reason, the President shall appoint a Director to fill such unexpired term. In the event the President fails to make said appointment within thirty (30) days from the date of vacancy, that District shall hold an election within thirty (30) days to elect a new Director and/or one will be appointed by the MH District Referee-in-Chief.

**Section 3 - Meetings.** Meetings of the Board of Directors may be called pursuant to Article IV, Section 4.

**Section 4 - Ex-Officio Members.** The USA Hockey Referee-In-Chief and USA Hockey Officiating Program Director shall not be an elected member of the Board of Directors under provisions of Section 2 of this Article, but shall be ex-officio members of the Board of Directors without voting rights.

**Section 5 - Duties: Board of Directors.** The duties of the Board of Directors shall be:

- A. Elect a President, Two (2) Vice Presidents, Secretary and Treasurer pursuant to Article IV, Section 1.
- B. To hear and rule on any matters or disputes for which another procedure is not provided for in these bylaws.

**Section 6 - Voting:** In accordance with the Article entitled "Board of Directors" hereinbefore, each Board member is entitled to one vote, excluding Board members indicated as "non-voting". Individuals holding multiple voting positions on the Board are entitled to a single vote.

## **ARTICLE VI - OFFICERS**

**Section 1** The officers of this corporation shall be Directors at Large of the Board of Directors and shall be the President, Immediate Past President, Secretary, Treasurer, and not more than two Vice Presidents. Officers may be selected from the membership of the Board or any adult resident of Minnesota who supports and can further the purposes of the corporation. Separate elections shall be held for each open position, with the successful candidate being the person receiving at least a simple majority of the votes cast. If a simple majority is not reached, the candidate receiving the least votes shall be dropped and the position re-voted. The officers shall have such powers and duties as prescribed by the Board of Directors. Such officers shall constitute the Executive Committee. An officer may also be an elected member of the Board of Directors but such officer shall be entitled to only one vote.

**Section 2 - Removal.** Any officer elected by the Board of Directors may be removed by a vote of at least two-thirds of the voting members of the Board when the Board judges that removal is in the best interest of the corporation.

**Section 3 - Vacancies.** Any vacancy in any office may be filled by the Board of Directors for the unexpired portion of the term.

**Section 4 - President (Minnesota Referee Section Director).** The President shall be the chief executive officer of the corporation and shall, in general, supervise and control all of the business and affairs of the corporation. The President shall be responsible for all activities of officials with respect to training, rules, procedures and conduct. The President shall be responsible for coordinating these activities with USA Hockey through the MH District Supervisors of Officials. The President shall preside at all meetings, serve as an ex-officio member of all committees, call special meetings of the association or Board of Directors that the President considers necessary, and appoint committees as required by these Bylaws or as the President deems necessary.

**Section 5 - Two Vice Presidents.** There shall be two (2) Vice Presidents; one from the North Districts and one from the South Districts. In the event the Vice President has to take the place of the President for any reason, the North Vice President shall do so on odd years and the South Vice President shall do so on even years. In the absence of the President or the event of his inability or refusal to act, the Vice President shall perform the duties of the President and when so acting, shall have all the powers of the President.

**Section 6 - Treasurer.** The Treasurer shall have charge and custody of and be responsible for all the funds of the corporation. The Treasurer shall provide an annual report at the annual spring meeting and any other report deemed necessary by the President.

**Section 7 - Secretary.** The Secretary shall keep the minutes of all meetings, see that all notices are given in accordance with these bylaws and in general, perform all duties incident to the office of Secretary. The Secretary shall be the Chairman of the Registration Committee and an ex-officio member of the Ethics Committee.

**Section 8 – Conflict of Interest.** The President of this association shall not supervise, schedule, or participate on any Board of a District or League under the jurisdiction of MH and shall not accept jobs or roles in his/her area of responsibility, except acting as an on ice official shall be permitted, in order to avoid any possibility of a conflict of interest in the performance of his duties. Exceptions to this rule can be made upon two-thirds (2/3) vote of the MHOA and MH Board of Directors.

## ARTICLE VII - STANDING COMMITTEES

**Section 1 - General.** The size of any committee in the succeeding section will be the number shown, plus the President and any other ex-officio member.

**Section 2 - Ethics Committee.** The Ethics Committee will consist of three members of the corporation. The chairman shall be a member of the Board of Directors. The committee is responsible for the hearing and ruling on complaints regarding officials and taking appropriate action against any member for violation of the Bylaws or for conduct detrimental to amateur hockey while officiating or while engaged in any other activity.

**Section 3 - Registration Committee.** The Registration Committee shall be composed of the Secretary and any member of the Board of Directors as appointed by the President. The committee shall be responsible for annual registration of officials in the corporation.

**Section 4 - Rules Committee.** The Rules Committee shall consist of three (3) members of the corporation appointed annually by the President. It shall be responsible for all rules interpretation and to consider and introduce proposed changes or amendments to the bylaws of the corporation at the annual meeting or at any special meeting.

**Section 5 - Nomination Committee.** The Nomination Committee shall consist of three (3) members of the corporation, as appointed by the President, to be responsible for presenting a slate of candidates for the officers of this organization. Nominations shall be accepted from the floor during the annual meeting. The Immediate Past President shall be chairman of this committee.

## ARTICLE VII - SUSPENSIONS-APPEALS-COURT ACTIONS

**Section 1 - Suspensions.** MHOA or any local supervisor of officials shall have the authority to suspend a referee up to ten (10) days without a prior hearing. The state association or Affiliate Association shall have the authority to suspend a referee after a hearing (held in accordance with the Unified Procedure as stated in the USA Hockey Annual Guide) or in accordance with the Summary Suspension procedures as outlined in the USA Hockey Annual Guide.

Any official(s) who boycotts any game(s) due to any disciplinary action taken or not taken by a Disciplinary Authority shall subject said official(s) to Discipline in accordance with the Unified Procedure conducted by the organization subjected to said boycott.

## ARTICLE IX - AMENDMENTS

**Section 1 - Procedure.** These bylaws may be amended or changed at the annual meeting or at any meeting of the general membership. Each proposed amendment must be submitted to the President who shall present it to the Rules Committee. The Rules Committee shall decide whether or not to recommend its adoption at the next annual or special meeting. No amendment shall be eligible for presentation at a meeting unless it shall have been distributed in writing or electronically to the membership of the corporation at least ten (10) days prior to said meeting.

**Section 2 - Adoption.** The proposed amendment shall then be presented at the next annual or special meeting, with or without the Rules Committee's recommendation. A vote of the majority of the eligible voters voting at the meeting shall be required to adopt the amendment.

## ARTICLE X - PARLIAMENTARIAN

The Secretary shall act as Parliamentarian at all meetings and the corporation shall follow Robert's Rules of Order.

End of MHOA By-laws