

PRINCE WILLIAM HOCKEY CLUB, INC. BYLAWS

ARTICLE I – ORGANIZATION NAME AND PURPOSE

Section 1. Name. This organization shall be known as the Prince William Hockey Club, Inc. (“PWHC” or the “Club”). PWHC is organized as a non-profit organization under the laws of the United States Government and incorporated under the laws of the Commonwealth of Virginia.

Section 2. Purpose. The purpose of PWHC is to provide youth the opportunity to learn and play the games of ice and inline hockey in a healthy developmental and competitive environment that instills the ideals of team play and sportsmanship.

ARTICLE II - MEMBERSHIP

Section 1. Eligibility. Any person of sound mental and physical health, eligible under USA Hockey’s and/or USA Hockey InLine’s youth age classifications, who seeks active participation in the sport of ice and/or inline hockey, is eligible for player membership. Adult membership is restricted to members of the Executive Committee, the coaching staff, off-ice volunteers and the custodial parent(s) and/or guardian(s) of the players. Members must remain in good standing with USA Hockey and/or USA Hockey InLine, PWHC, and the facilities where play occurs. Membership in PWHC may be subject to USA Hockey and/or USA Hockey InLine eligibility, the PWHC Bylaws, the PWHC-Inline League (“PWHC-IL”) Charter, and review by the PWHC Executive Committee.

Section 2. Total Membership. The total number of player members in PWHC for ice or inline hockey may be limited by the amount of ice or inline rink time available. If the maximum number of available spaces would be exceeded, priority for membership will be given to players who renew their membership at the start of the new season. New membership will be based on the availability of additional ice or inline rink time.

Section 3. Loss of Membership. Members are liable for payment of dues and fees established under Article III. Members may be suspended or dropped from PWHC for failure to pay these dues or fees or for failure to abide by USA Hockey and/or USA Hockey InLine rules, the PWHC Bylaws, the PWHC-IL Charter, and any Operational Guidelines established and published by the Executive Committee.

Section 4. Membership Privileges. Player members who enroll in a PWHC program and whose payment of dues and fees is current may participate in that PWHC program. Custodial player parent(s) or guardian(s) may attend meetings; participate in discussions; serve on committees, if appointed; serve as an officer, if elected; and vote at general membership meetings, as provided in article VIII, Section I.

Section 5. Team Assignments. PWHC ice and inline programs are structured with three levels of play based on skill: Travel, House, and Developmental. Team assignments will be determined by the Executive Director of Ice House Programs, Executive Director of Ice Travel Programs, or the Executive Director of Inline Programs, as appropriate.

ARTICLE III - FEES

Section 1. Ice Registration Fees. Registration and any other fees necessary for the administration of PWHC ice programs shall be established by the Executive Committee prior to the start of registration for each season.

Section 2. Inline Registration Fees. Registration and any other fees necessary for the administration of PWHC inline programs shall be established by the Executive Director for Inline Programs, subject to veto by the Executive Committee.

ARTICLE IV - CONDUCT AND DISCIPLINARY PROCEEDINGS

Section 1. Conduct. The conduct of player members will be governed by the current official rules of hockey as published by USA Hockey and/or USA Hockey InLine, the current rules of PWHC, PWHC-IL, or any league or association in which PWHC participates, the Sportsmanship Rule, and any Code of Conduct established by USA Hockey, USA Hockey InLine, or PWHC. Any player or adult member whose conduct is prejudicial to, or tends to injure the good name of, PWHC, disturb its well being, hamper its function, or otherwise reflect discredit upon PWHC may be brought before a Conduct Board.

A. Sportsmanship Rule. Players, coaches, parents, and spectators are required to conduct their relations with their own team, other teams, and other clubs in a spirit of good sportsmanship.

B. Codes of Conduct. Players, coaches, parents, and spectators are required to conduct their relations with their own team, other teams, and other clubs in keeping with the codes of conduct established by USA Hockey and/or USA Hockey InLine, or PWHC.

Section 2. Incident Reports. Any person may report any matter involving the conduct of any individual by submitting an incident report to an Executive Committee member, who shall promptly forward the report to the Vice President of Club Operations or to the entire Executive Committee. The Vice President of Club Operations is responsible for reviewing incident reports involving the conduct of individuals that occurred during any PWHC function. The Vice President shall periodically advise the submitter of the incident report and the Executive Committee regarding the status of the review of the incident report and the final disposition of the incident report.

Section 3. Convening a Conduct Board. The Vice President of Club Operations may convene a Conduct Board to examine the circumstances involved in any incident brought to the attention of an Executive Committee member. Any player, coach, parent, or spectator alleged to be in violation of the current official rules of hockey as published by USA Hockey and/or USA Hockey InLine, the current rules of PWHC, PWHC-IL, or of any league or association in which PWHC participates, the Sportsmanship Rule, or any Code of Conduct established by USA Hockey, USA Hockey InLine, or PWHC may be investigated by a Conduct Board. If the Vice President of Club Operations determines to convene a Conduct Board, the Board will meet to hear the matter within 30 calendar days of the filing of the incident report with an Executive Committee member. Every effort will be made to convene a Conduct Board as soon as possible after the incident. The Vice President of Club Operations shall chair any Conduct Board, except that, in the absence of the Vice President of Club Operations, the PWHC President may select an alternative person to chair a Conduct Board so that the Conduct Board may be held within 30 days of the filing of the incident report with an Executive Committee member.

Section 4. Administration of the Conduct Board.

A. Authority and Organization. The Conduct Board is convened under the authority of USA Hockey and Article IV, Section I of these Bylaws. The Conduct Board is not a legal proceeding. It is an administrative process whose sole purpose is to enforce USA Hockey's and PWHC's goals of safety and player development.

B. Conduct Board Member Selection Process. The PWHC Vice President of Club Operations, with the assistance of the Executive Director for the Program in which the incident occurred, shall select three or five individuals to serve as voting members of a Conduct Board. The voting members may be members or non-members of PWHC. The Vice President of Club Operations may be one of the voting members. Conduct Board members should not be personally involved in the action under review.

C. Procedures. The Conduct Board will review all pertinent written statements and may request that additional information be presented by individuals who are knowledgeable of the incident. It is preferred that the involved individuals be present, however it is not mandatory if sufficient information is available to make a knowledgeable determination. The Conduct Board will review the full spectrum of events and actions associated with the incident in question and determine:

1. Any disciplinary actions or sanctions, if warranted, to be imposed against individual(s) involved in the incident,
2. Any procedural recommendations that can be used to mitigate future potential of similar incidents,
3. Any lessons learned that are to be communicated to the coaching staff and Club members.

D. Disciplinary Actions or Sanctions. The Conduct Board, upon its investigation of alleged violations, has the authority to take disciplinary actions or sanctions against the individual(s) in accordance with these bylaws. A wide range of disciplinary actions or sanctions is available to the Conduct Board. These include, but are not limited to: verbal reprimands, written reprimands, game suspensions, season suspensions, and (in extreme cases) disbarment from the PWHC. Suspension, for any reason, does not entitle a member to a refund of dues, unless the refund is approved by the Executive Committee. Disciplinary actions and sanctions should be fairly and consistently applied based upon the severity of the incident. Conduct Board determinations will be verbally communicated to the offending individual(s) within 24 hours by a member of the Conduct Board. A written determination will also be sent within five calendar days. If a PWHC player(s) is involved, the Team Head Coach will advise the player and player's parents of the Conduct Board's determination. In addition, the Conduct Board will send, within five calendar days, written notification to the offending individual and parents. In some cases, the Conduct Board may request a follow-up meeting with the offending individuals and personally advise them of the basis of the Conduct Board's determination. If the incident involves individuals from outside PWHC, both verbal and written communication will be provided to the offender's organization recommending actions to be taken by that organization. If the incident involves sanctions imposed under USA Hockey rules (i.e. Rule 405, Rule 615), proper organization officials will be verbally advised and provided with a complete summary of the Conduct Board minutes. Disciplinary actions/sanctions are effective the date prescribed in the Conduct Board minutes.

E. Minutes. Minutes will be taken at each Conduct Board and approved by those Conduct Board members in attendance. As a minimum, the minutes should include: date, members present, others present, and a summary of determinations as identified above in paragraph 3. If requested by an individual involved in the Conduct Board determination, Conduct Board minutes must be made available for their information.

F. Appeals. Following any Conduct Board, the affected individual(s) may request an appeal of any imposed disciplinary actions/sanctions to the PWHC Executive Committee. The individual must notify the PWHC President in writing that he/she requests an appeal. The PWHC Executive Committee is required to honor that request within 30 calendar days of appeal request receipt. During the appeal process, all previously imposed disciplinary actions/sanctions shall remain in effect. Individual(s) requesting the appeal will be offered an opportunity to present his/her version of the incident to the Executive Committee for its determination. The Executive Committee may also request that other individuals knowledgeable of the incident attend the appeal to provide additional information. The Executive Committee may uphold or alter the Conduct Board's assigned actions/sanctions as they find appropriate. Any vote by the Executive Committee will exclude any Executive Committee member who served as a voting member of the Conduct Board. The determination by the PWHC Executive Committee is final and may not be further appealed unless it falls under USA Hockey Appeals Procedures.

ARTICLE V – SAFETY EQUIPMENT

Section 1. Ice Hockey. Ice hockey players may not participate in ice hockey activities without the following mandatory protective equipment: Hockey Equipment Certification Council (HECC)-approved helmet designed for ice hockey, HECC approved full face mask designed for ice hockey, (colored) internal mouth guard, elbow pads, shoulder pads, hockey pants, shin guards, protective cup with athletic supporter (male), garter belt, hockey socks, gloves designed for ice hockey, ice hockey skates, and ice hockey sticks.

Section 2. Inline hockey. Inline players shall wear the following mandatory protective equipment: HECC-approved helmet with helmet strap properly fastened, full face mask designed for hockey with chin cup, colored internal mouth guard, hockey gloves, elbow pads, supporter with hard cup (male), knee and shin protection. Players must wear the foregoing protective equipment during both inline practices and games.

ARTICLE VI - EXECUTIVE COMMITTEE

Section 1. Composition. The Executive Committee shall be composed of the following Club officers, who shall be voting members of the Executive Committee: (i) President and Chief Executive Officer, (ii) Vice President of Club Operations and Chief Operating Officer, (iii) Executive Secretary, (iv) Executive Director of Ice House Programs, (v) Executive Director of Ice Travel Programs, (vi) Executive Director of Inline Programs, (vii) Executive Director of Membership, (viii) Executive Director of Coaching and Player Development, and (ix) Chief Financial Officer.

Section 2. Election and Appointment of Members of the Executive Committee. Each member of the Executive Committee, except for the Chief Financial Officer and Executive Director of Coaching and Player Development, shall be elected at a Club general membership meeting. The following members shall be elected in odd-numbered years: (i) President and Chief Executive Officer, (ii) Executive Director of Ice House Programs, and (iii) the Executive Director of Membership. The following members shall be elected in 2007 and all succeeding even-numbered years: (i) Vice President of Club Operations and Chief Operating Officer, (ii) Executive Secretary, (iii) Executive Director of Ice Travel Programs, and (iv) Executive Director of Inline Programs. Elected officers shall be elected to a term until the next election for that position unless they resign or are removed in accordance with Article VI, section 9, below. Newly elected officers shall begin their term at the Executive Committee meeting immediately following the general membership meeting at which they are elected. Outgoing Executive Committee members should attend the same meeting or should meet with the newly elected member to provide any information useful to the efficient transfer of duties. The Executive Committee shall appoint the Chief Financial Officer and Executive Director of Coaching and Player Development. The Chief Financial Officer and Executive Director of Coaching and Player Development shall serve until a new individual is appointed to that respective position, they resign, or they are removed by majority vote of the Executive Committee.

Section 3. Purpose and Powers of the Executive Committee. The Executive Committee shall meet at the call of the President to conduct the regular business of PWHC and insuring that the purposes of the organization are carried out, to set policies, to establish Operational Guidelines, to appoint the heads of the various committees, and to handle investigations that may be brought before it. The Executive Committee is empowered to suspend or expel members for failure to pay dues or fees or for disciplinary reasons when charges are formally brought before it and investigated to the satisfaction of its members. When a member of the Executive Committee is the subject of the investigation or a material witness, such member shall be disqualified from acting as an Executive Committee member for that case.

Section 4. Executive Committee's Duties and Responsibilities. The members of the Executive Committee shall have the following duties and responsibilities:

PRESIDENT AND CHIEF EXECUTIVE OFFICER – The President and Chief Executive Officer shall: (1) be responsible for the general operation of all aspects of PWHC, (2) preside over

PWHC Executive Committee meetings and General Membership meetings, and (3) conduct the regular business of PWHC in accordance with the PWHC Bylaws, the Articles of Incorporation, other official operational guidelines (USA Hockey, CBHL), and Robert's Rules of Order (latest edition).

VICE PRESIDENT OF CLUB OPERATIONS AND CHIEF OPERATING OFFICER – The Vice President of Club Operations shall be the Club's Chief Operating Officer, and shall: (1) be responsible for the ongoing Club operations where the responsibilities are not otherwise assigned to an officer, (2) preside over PWHC meetings in the absence of the President, (3) review incident reports related to the conduct of individuals that occurred during any PWHC function and determine whether a Conduct Board is required, (4) select members for, and preside over, Conduct Boards, (5) advise the Executive Committee, on a regular basis, regarding the status of any incident report that has not been finally resolved and the final disposition of all incident reports and conduct boards, (6) coordinate with the other Executive Committee members the upcoming issues and agenda items and give them to the executive secretary as agenda items prior to each Executive Committee meeting, and (7) receive the reports of the Chairman of the Fundraising Committee, the Special Events Committee, the Club Assets Committee, and the Club Scheduling Committee.

EXECUTIVE SECRETARY – The Executive Secretary shall: (1) keep a record of all the proceedings of the organization (minutes), and make them available upon request from members, (2) maintain files, including all committee reports, (3) maintain the Club's official membership roll (with help from the Executive Director of Membership), (4) send notice of membership meetings, (5) maintain records of Bylaws, Articles of Incorporation, and non-profit status, (6) prepare agendas prior to each Executive Committee meeting, and (7) preside over PWHC meetings, in the absence of the President and Vice President of Club Operations.

EXECUTIVE DIRECTOR OF ICE HOUSE PROGRAMS – The Executive Director of Ice House Programs shall: (1) organize and manage all PWHC House and Developmental Programs, (2) coordinate and manage the house, mini-mite, and developmental programs, (3) prepare for the Executive Committee a draft annual budget applicable to the ice house program, (4) serve as a member of the Coach Selection Committee, (5) nominate to the Coach Selection Committee all head and assistant coaches for the ice house program, (6) provide assistance in connection with any skills nights, house league ice hockey tournaments, or the coordination of games with other house programs, and (7) preside over the Ice House Program Committee, and (8) preside over PWHC meetings, in the absence of the President, Vice President of Club Operations, and the Executive Secretary.

EXECUTIVE DIRECTOR OF ICE TRAVEL PROGRAMS – The Executive Director of Ice Travel Programs shall: (1) organize and manage all PWHC ice travel programs, including any program involving girls teams participating in the CBHL, (2) coordinate and manage all ice travel programs, including any interfacing with the ice rink, (3) prepare for the Executive Committee a draft annual budget applicable to the ice travel program, (4) serve as a member of the Coach Selection Committee, (5) nominate to the Coach Selection Committee all head and assistant coaches for the ice travel program, (6) be involved with any skills nights, ice travel hockey tournaments, (7) coordinate games with other travel clubs, (8) be the official Club representative to the Capital Beltway Hockey League (CBHL), (9) report to the Executive Committee on matters relating to CBHL planning and scheduling, and (10) preside over the Ice Travel Program Committee.

EXECUTIVE DIRECTOR OF INLINE PROGRAMS – The Executive Director of Inline Programs shall: (1) organize and manage all PWHC Inline Programs, (2) coordinate and manage all InLine tournaments, (3) be the League Director for purposes of sanctioning with national organizations, (4) preside over the Inline League Board of Directors, (5) select head and assistant

coaches for all inline teams, and (6) prepare for the Executive Committee a draft annual budget applicable to the inline programs.

EXECUTIVE DIRECTOR OF MEMBERSHIP – The Executive Director of Membership (Registrar) shall: (1) maintain current membership records and rosters and process current membership and new applicants for membership in accordance with the Bylaws and USA Hockey procedures, (2) attend all registrations, (3) process all new applications for membership in accordance with the Bylaws, (4) provide the membership dues to the Chief Financial Officer, with a record of who registered and what amounts were paid, and (5) chair the Registration Committee.

EXECUTIVE DIRECTOR OF COACHING AND PLAYER DEVELOPMENT – The Executive Director of Coaching and Player Development shall be appointed by the Executive Committee and shall: (1) be the PWHC Head Coach, (2) train PWHC's volunteer coaches, instilling in them the PWHC philosophy, (3) help coaches develop season plans, (4) chair the Coach Selection Committee, (5) present to the Executive Committee the Coach Selection Committee's recommendations for head and assistant coaches for the ice house and ice travel programs, (6) make recommendations to the Executive Committee on the dismissal of coaches, (7) chair the Coaching Development Committee, (8) plan for the long-range development of PWHC members, (9) periodically present to the Executive Committee for its review and approval, the long-range plan for the development of PWHC members and the programs necessary to carry out those plans, and (10) conduct as necessary the clinics and other events that are helpful to the long-range development of PWHC members and that are in keeping with the plans approved by the Executive Committee.

CHIEF FINANCIAL OFFICER – The Chief Financial Officer Finance shall be appointed by the Executive Committee and shall: (1) be the Treasurer of PWHC, (2) be responsible for the custody of all PWHC funds, and financial records, (3) receive, account for, and disburse PWHC funds through the authority of the Executive Committee, (4) prepare financial statements, maintain and reconcile the PWHC bank account and monthly statement, (5) collect membership dues and prepare budgets, (6) submit a written financial report for membership and Executive Committee Meetings, (7) provide financial information to tax preparer as local, state and federal law requires, and (8) preside over the Finance Committee.

Section 5. Succession. In the absence of the President, the duties of the President shall be performed by the Vice President of Club Operations, or the Executive Secretary, or the Executive Director for Ice House Programs, in that order.

Section 6. Notice of Executive Committee Meetings. Reasonable notice of each meeting shall be given to each Executive Committee member by the President.

Section 7. Special Executive Committee Meetings. The President, or, in absence of the President, the Vice President of Club Operations, may call a special meeting of the Executive Committee at any time and shall do so upon the request of a majority of the serving Executive Committee Members.

Section 8. Quorum of Executive Committee Members. The presence of a simple majority of the Executive Committee members shall be required to constitute a quorum for the transaction of business.

Section 9. Removal of Officers. If a member of the Executive Committee fails to attend three consecutive Executive Committee meetings without the approval of the President or fails to perform the duties assigned to him his office may be declared vacated by an affirmative vote of the Executive Committee.

Section 10. Replacement of Officers. In the event that an elected position on the Executive Committee is unfilled by virtue of a resignation, the removal of an officer in accordance with Section 9, or other reason, the President shall appoint, with the approval of the Executive Committee, a successor to

serve until the next general membership meeting when an election for that position would be held in accordance with Section 2.

ARTICLE VII – OTHER COMMITTEES

Section 1. Standing Committees. Standing committees other than the Executive Committee shall meet at the call of their Chairperson. These committees will include representatives of each of the Club programs as appointed by the Executive Directors of those programs, including the Executive Director of Ice House Programs, the Executive Director of Ice Travel Programs, and the Executive Director of Inline Programs. The Club will have the following standing committees:

A. Fundraising Committee. The Executive Committee shall appoint the Chairperson of the Fundraising Committee. The Fundraising Committee Chairperson shall report at least monthly to the Vice President of Club Operations and shall be responsible for: (a) developing a fundraising/marketing strategy that will reach local businesses, (b) marketing PWHC to obtain corporate sponsors, (c) documenting each fundraising event in accordance with applicable state and federal law, and providing to the Chief Financial Officer copies of relevant documents, and (d) presiding over the Fundraising Committee. The Fundraising Committee may include representatives of each of the respective Club programs, as appointed by the Executive Directors of those programs, who will assist the Chairperson in carrying out the above responsibilities.

B. Special Events Committee. The Executive Committee shall appoint the Chairperson of the Special Events Committee. The Special Events Committee Chairperson shall report at least monthly to the Vice President of Club Operations and shall be responsible for: (a) coordinating and managing all of the special events sponsored by PWHC, including the PWHC general membership meeting, any Club-sponsored tournaments, any bake sales, annual picnics, family skate nights, or family nights at Capitals or Cannons games, and (b) presiding over the Special Events Committee. The Special Events Committee may include representatives of each of the respective Club programs, as appointed by the Executive Directors of those programs, who will assist the Chairperson in carrying out the above responsibilities.

C. Club Assets Committee. The Executive Committee shall appoint the Chairperson of the Club Assets Committee. The Club Assets Committee Chairperson shall report at least monthly to the Vice President of Club Operations and shall be responsible for: (a) organizing and managing Club assets, including jerseys, pucks, cones, and goalie equipment, (b) procuring jerseys, pucks, cones, trophies, and other equipment, (c) providing the opportunities for team photos, (d) maintaining the Club merchandising items, including T-Shirts, sweatshirts, sweatpants, hats, jackets, etc., and (e) presiding over the Club Assets Committee. The Club Assets Committee may include representatives of each of the respective Club programs, as appointed by the Executive Directors of those programs, who will assist the Chairperson in carrying out the above responsibilities.

D. Club Scheduling Committee. The Executive Committee shall appoint the Club Scheduler, who shall be the Chairperson of the Club Scheduling Committee. The Club Scheduling Committee Chairperson shall report at least monthly to the Vice President of Club Operations and shall be responsible for: (a) developing a Club schedule that allows fair and equitable use of rink time for all Club programs, (b) making the schedule available as appropriate, (c) supplying the schedule to any necessary referee scheduler, and (d) presiding over the Club Scheduling Committee. The Club Scheduling Committee may include representatives of each of the respective Club programs, as appointed by the Executive Directors of those programs, who will assist the Chairperson in carrying out the above responsibilities.

E. Coaching Development Committee. The Coaching Development Committee shall be chaired by the Executive Director of Coaching and Player Development, who shall report to the Executive Committee. Members of the Coaching Development Committee may include representatives of each of the respective Club programs, as appointed by the Executive Directors of those Programs.

F. Coach Selection Committee. The Coach Selection Committee shall be chaired by the Executive Director of Coaching and Player Development, who shall report to the Executive Committee and be responsible for developing nominations for head and assistant coaches for the ice travel and ice house programs and providing those nominations to the Executive Committee. Members of the Coach Selection Committee shall include representatives selected by the Executive Directors of the Ice House and Ice Travel Programs.

G. Registration Committee. The Registration Committee shall be chaired by the Executive Director of Membership, who shall report to the Executive Committee. Members of the Registration Committee may include the registrars of each of the respective Club programs, as appointed by the Executive Directors of those programs,

H. Finance Committee. The Finance Committee shall be chaired by the Chief Financial Officer, who shall report to the Executive Committee. Members of the Finance Committee may include financial representatives of each of the respective Club programs, as appointed by the Executive Directors of those programs.

I. Ice House Program Committee. The Ice House Program Committee shall be chaired by the Executive Director of Ice House Programs. Members of the Ice House Program Committee include the representatives of the Ice House Program to each of the above standing committees and a representative of any girls program that does not participate in the CBHL.

J. Ice Travel Program Committee. The Ice Travel Program Committee shall be chaired by the Executive Director of Ice Travel Programs. Members of the Ice Travel Program Committee include the representatives of the Ice Travel Program to each of the above standing committees.

Section 2. Ad Hoc Committees. Ad hoc committees may be created by the Executive Committee as necessary to meet demands that may arise with respect to matters not otherwise addressed in these Bylaws. The Executive Committee shall appoint the chairperson for these committees. Ad hoc committees shall meet at the call of their Chairperson.

ARTICLE VIII - MEETINGS

Section 1. General Membership Meetings. The general membership shall meet at the call of the President, at least annually following the end of the playing of the winter ice season to elect officers and conduct PWHC business. All of the Executive Committee members, except for the Chief Financial Officer and the Executive Director of Coaching and Player Development, shall be elected at the annual general membership meeting. If one-fifth of the voting Club membership petitions for a general membership meeting, the President shall call a meeting within twenty days of receipt of petition. Each player member, coach, and Executive Committee member shall be allowed one vote. The vote for each player member must be cast by the custodial player parent or guardian of the player member. Any custodial player parent or guardian may attend any meeting. One-tenth of the voting Club membership shall constitute a quorum.

Section 2. Executive Committee Meetings. The Executive Committee shall meet at the call of the President at least quarterly. Any custodial player parent or guardian may attend Executive Committee meetings unless a closed session is in progress. The Executive Committee may meet in closed session by a two-thirds vote of the members present at an Executive Committee meeting, assuming that a quorum satisfying Article VI, Section 8 is present.

Section 3. Standing Committee Meetings. Standing committees shall meet at the call of their chairperson.

Section 4. Ad Hoc Committee Meetings. Ad hoc committees shall meet at the call of their chairperson.

ARTICLE IX - ELECTIONS

Section 1. Nomination. Not less than 60 days prior to the annual meeting of the PWHC, the President shall appoint a committee to nominate candidates for the PWHC Executive Committee. The membership of PWHC may also nominate candidates by submitting the names of members to the Executive Secretary of PWHC to be included on the ballot. Nominations from the floor may also be made. All candidates must be members of PWHC in good standing.

Section 2. Voting. Voting for the election of officers shall be made by secret ballot.

ARTICLE X - PROGRAM LEADERSHIP STRUCTURE

Section 1. Head Coaches/ Assistant Coaches. Head coaches and assistant coaches are responsible for instructing and guiding their team members in the letter and spirit of the Bylaws while enforcing USA Hockey and other guiding principles of the PWHC.

Section 2. Team Managers. Work with the team head coaches on matters related to team administration. Responsible to the Executive Director of Ice House Programs, Ice Travel Programs, or Inline Programs for execution of administrative responsibilities, including:

- Liaisoning between Executive Committee, respective Executive Director, coaching staff, and team parents as needed,
- Accounting for maintenance of equipment,
- Coordinating off-ice/rink volunteer support (score- and time-keepers, penalty box monitors, etc.), and
- Coordinating off-ice/rink activities, including:
 - + Locker room preparation (prior to and after session),
 - + Schedule distribution and coordination,
 - + Team snack coordination,
 - + Monitoring off-ice/rink conduct of players and family members and taking necessary action to ensure actions do not contradict the objectives of the program (i.e., complete incident reports), and
 - + Handling other team activities as determined by the respective Executive Director.

Section 3. Other Volunteers. The Executive Directors for Ice House Programs, Ice Travel Programs, and Inline Programs may enlist the support of other volunteers in the execution of administrative responsibilities in support of program objectives, including:

- Coordinating schedule,
- Monitoring equipment accountability/serviceability,
- Coordinating special events,
- Coordinating team managers, scorekeepers, and penalty box monitors,
- Coordinating and training volunteers,
- Resolving conflicts, including reviewing incident reports and arranging Conduct Board representation,
- Controlling and maintaining game scoresheets as a historical reference for the Executive Committee, and
- Handling other administrative duties as required by the Executive Committee.

ARTICLE XI – MISCELLANEOUS PROVISIONS

Section 1. Amendments. These Bylaws may be amended at the annual meeting of the membership or at any special meeting called for that purpose by two-thirds vote of the membership present, provided

that notice of the intent to offer amendments, and description of the particular amendments to be proposed have been given each member at least 10 days and not more than 30 days in advance of such meeting.

Section 2. Annual Inventory. The Executive Committee shall cause an inventory of the Club's property to be taken annually and at such other times as it may be necessary.

Section 3. Periodic Audit. The Executive Committee shall cause an audit of PWHC's financial accounting to be taken at least every five years and at such other times as it may be necessary.

Section 4. PWHC Papers. Copies of the organization papers of the PWHC, its Bylaws, and any amendments thereto, and the membership records of the PWHC shall be preserved in a place of safekeeping. For example, the membership rosters of the Club shall not be sold or provided to the facilities in which ice and off-ice activities are held.

Section 5. Dissolution. In the event of the dissolution of the PWHC, any assets remaining after payment of all proper claims and demands then existing shall be distributed to a charitable organization so named by the existing Executive Committee. Except in their capacities as members of the PWHC, no Executive Committee member or any other individual has or shall have any right, title, or interest of any kind in or to such remaining assets of the PWHC.