

**BYLAWS**  
**OF**  
**ANTIGO AREA YOUTH HOCKEY ASSOCIATION, INC.**

**ARTICLE 1**  
**Offices**

**Section 1. Principal and Business Office.** The location of the principal office of the Corporation shall be in the City of Antigo, County of Langlade, and State of Wisconsin.

**Section 2. Registered Office.** The registered office of the Corporation required by the Wisconsin Non-stock Corporation law to be maintained in the State of Wisconsin may be, but need not be identical with the principal office in the State of Wisconsin and the address of the registered office may be changed from time to time by the Board of Directors or by the registered agent.

**ARTICLE II**  
**Name**

**Section 1. Name.** The name of this Corporation is:

ANTIGO AREA YOUTH HOCKEY ASSOCIATION, INC.

**ARTICLE III**  
**Membership and Purpose**

**Section 1.** There shall be but one class of membership and any person may become a member of the Corporation without regard to race, color, creed, or national origin.

**Section 2.** The purpose of this corporation is to promote the national and international amateur sport of ice hockey in our community and state.

**ARTICLE IV**  
**Powers**

**Section 1.** Except as otherwise limited by law and by the provisions of these Articles of Incorporation, the Organization shall have, exercise and enjoy, in furtherance only for the purposes herein set forth, the following rights, privileges and powers:

(a) To solicit, receive and accept gifts, devises or bequests of all kinds of property, including but not limited to, money, bonds, stocks, real estate and personal property, or the

income therefrom, with full power of control of the same consistency with the purposes herein set forth.

(b) To exercise all the powers given or granted by the donor or testator thereof, together with such other express or implied powers as may be vested in it by law;

(c) To administer all property or funds received by the Organization, together with the income therefrom from, with power of investment, and control thereof, and to make distribution at such times, in such amounts, and in such a manner as the Board of Directors of the Corporation determine will most effectively carry out its charitable, educational, religious and scientific purposes in accordance with the Articles of Incorporation.

## **ARTICLE V**

### **Directors**

**Section 1.** The number of Directors constituting the Board of Directors shall not exceed fifteen (15). The original Board of Directors shall appoint other directors to the Board as the need arises or as it sees fit. In electing Directors, in addition to individual qualifications, consideration shall be given to seasonal and permanent residents within Langlade County.

**Section 2.** Any vacancy on the Board of Directors caused by any reason other than the expiration of the term of office shall be filled by the Board of Directors at any of its regularly called meetings. Any Director so elected to fill a vacancy shall hold office for the remainder of the unexpired term of his/her predecessor and until a successor shall be regularly elected.

## **ARTICLE VI**

### **Meetings**

**Section 1.** The Board of Directors shall determine the regular time and place of meetings, but shall in no event have less than two regular meetings each year, one of which shall be designated as the Annual Meeting which is to be held on the second Tuesday of \_\_\_\_\_. Written notice of each regular or special meeting shall be given by the Secretary not more than twenty (20) days before the day of the meeting.

A majority of the Board of Directors shall be necessary to constitute a quorum for the transactions of business, and a majority of the Board present at a meeting at which a quorum is present shall be the act of the Board unless a greater number is required by law.

**Section 2.** No Director shall be entitled to, or shall receive, compensation for attendance at meetings of the Board of Directors or for other services rendered to the Corporation as Director or member of a committee of the Board of Directors; provided, however, that the Board of Directors may authorize the reimbursement to any Director of expenses necessarily incurred by him/her in the performance of his/her duties as Director.

## **ARTICLE VII**

### **Officers**

**Section 1.** The officers of the Antigo Area Youth Hockey Association, Inc., shall consist of a President, Vice-President, a Secretary, and a Treasurer, and such assistant officers as the Board of Directors shall deem necessary. All officers shall be chosen from the Directors of the Organization.

**Section 2.** Each officer of the Corporation shall be elected by the Board of Directors at the annual meeting following the election of Directors, to hold office for a period of one year commencing upon election and until his/her successor shall be elected and qualified.

**Section 3.** Whenever a vacancy shall occur in any of the offices of the Organization other than by expiration of a term of office, the same shall be filled by the Board of Directors of the Organization and any Officer so elected shall hold office until the next annual meeting of the Board of Directors and until his/her successor shall be duly elected and qualified.

## **ARTICLE VIII**

### **Duties of Officers**

**Section 1. President.** The President shall be the chief executive officer of the Corporation and shall preside at all meetings of the Directors. He/she shall have the management and business of the Corporation and shall see that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the Directors to delegate any specific powers, except such as may be by statute exclusively conferred upon the President, to any other officer or officers of the Corporation. The President, along with the Secretary, shall execute bonds, mortgages, and other contracts and shall have the general powers and duties of supervision usually vested in the office of President of a Corporation.

**Secretary.** Unless otherwise directed by the President, the Secretary shall have the following duties: to record or cause to be recorded, all votes, and the minutes of all proceedings in the corporate minute book; to give or cause to be given notice of all meetings of the Board of Directors; to keep all books, papers, records or documents belonging to the Corporation, except those to be kept by the Treasurer, and to execute bonds, mortgages and other contracts along with the President at the request of the Board.

**Treasurer.** Unless otherwise directed by the Board of Directors, the Treasurer shall have custody of the corporate funds and securities; keep accurate accounts of the receipts and disbursements in the Corporation's financial records; deposit all monies and other valuable effects in the name and to the credit of the Corporation in \_\_\_\_\_ or other designation; distribute the funds of the Corporation as may be ordered by the President or the Board, obtaining proper vouchers for such disbursements, and render to the Board whenever required, an accounting of the transactions and of the financial condition of the Corporation.

At least once in each year within sixty days after the close of the fiscal year, the Treasurer shall be responsible for the filing at the principal office of the Corporation a statement and abstract of the assets and liabilities of the Corporation and of its financial transactions for the previous year, which statement shall be verified by the Affidavit of the Treasurer and shall contain a brief statement of the sources whence its receipts have been received and a similar statement of its expenditures showing the amount disbursed for each class of objects and purposes.

No loans shall be contracted by any officers or agents of the Corporation on behalf of the Corporation and no evidences of debt issued in its name, and no conveyances given or mortgage or other lien imposed upon the real property of the Corporation unless first authorized by a resolution of the Board of Directors. Such authorization may be general or confined to specific instances.

All funds received shall be deposited to the credit of the Corporation in such banks, trust companies or other depositories as may be designated by the Board of Directors.

The Board of Directors shall have the power to make all such further rules and regulations not inconsistent with the Articles and By-Laws of this Corporation and the Statutes of the State of Wisconsin as they may deem expedient concerning equity financing or indebtedness and cause the due retirement of the equity financing or indebtedness from time to time.

#### **ARTICLE IX Standing Committees**

**Section 1.** The Board of Directors may bring into existence standing or ad-hoc committees as the needs of the Corporation may require.

#### **ARTICLE X Fiscal Year**

**Section 1.** The fiscal year of the Corporation shall end on December 31st.

#### **ARTICLE XI Dissolution**

**Section 1.** Upon dissolution of the Corporation, Antigo Area Youth Hockey Association, Inc. , for any reason whatsoever, the assets, trust, property, liens, mortgages, bonds and all records pertaining to the activities of the Corporation shall after paying or making provisions for the payment of all liabilities of the Corporation, distribute all assets of the Corporation exclusively for charitable, educational, religious, and scientific purpose as set forth in the Articles of Incorporation.

**CERTIFICATE OF SECRETARY**

I, \_\_\_\_\_ the undersigned, do hereby certify:

(1) That I am the duly elected Secretary of Antigo Area Youth Hockey Association, Inc., a Wisconsin Corporation; and

(2) That the forgoing by-laws, consisting of \_\_\_\_\_ pages, constitute the By-Laws of said Corporation as duly adopted at a Meeting of the Board of Directors thereof duly held on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

IN WITNESS THEREOF, I have herein subscribed my name of said Corporation this  
\_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
Secretary

Date: