

Interscholastic Hockey League A&R Bylaws

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**AMENDED AND RESTATED BYLAWS
OF THE
INTERSCHOLASTIC HOCKEY ASSOCIATION
(A Non-Profit Corporation)**

ARTICLE I

NAME AND PURPOSE

SECTION A

1. This organization shall be known as the Interscholastic Hockey Association, a non-profit Texas Corporation as of 1996, doing business as the Interscholastic Hockey League, hereafter referred to as the "ISHL".

SECTION B

1. The purpose of the ISHL is to provide the administration to maintain a program for high school/intermediate students enrolled in public, parochial, private or preparatory schools and students that are homeschooled without regard to sex, religion or ethnic background, to participate in the sport of ice hockey; and further to foster among its participants, supporters and team officials the understanding and adherence to the high levels of sportsmanship and conduct exemplified by the traditions and rules of USA Hockey, ISHL, TAHA, and UIL rules (as they apply); to coordinate standards with those school administrations who choose to be involved relative to eligibility, supervision and safety of their participants; to maintain and foster among the general public an interest in the sport of high school/intermediate ice hockey; to exercise a general care, supervision and control over the playing interest of its players and their teams.

SECTION C

1. The ISHL is organized exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including, but not limited to, providing opportunities for children to play ice hockey.

ARTICLE II

MEMBERSHIP

SECTION A

1. There shall be one class of members of the corporation, all of whose rights and interests shall be equal.
2. Assessments shall be payable by members annually, in an amount determined by resolution of the Executive Board.

SECTION B

1. Membership in the ISHL shall be open to any public, parochial, private or preparatory high school/intermediate hockey team or club which agrees to abide by and comply with the rules and procedures of the ISHL, as amended from time to time, and the decisions of the ISHL officials who have been duly elected or appointed.
2. Such team or club shall be proposed for membership by the motion of a member of the Board of Directors, following an interview with the Team Composition Committee, and admitted to membership upon a majority favorable vote by the Board of Directors.

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3. Membership of a team or club may be revoked by affirmative vote of the Team Composition Committee when such committee determines that doing so is in the best interests of the ISHL.

SECTION C

1. Each member team/club shall appoint a team representative. The head coach of the team shall make such appointment. Such individuals shall be appointed for one year, beginning 12:01 a.m., September 1.
2. The head coach of each member team/club shall retain the right to remove or replace its individual representative at any time, and to appoint a new representative in their place. It is the express and total responsibility of each team/club to forward written notice of any role changes involving its personnel to the Secretary of the ISHL. Such changes include name, address and telephone number.
- 3.

SECTION D

1. **Financial:** Each member team/club shall pay or ensure that its players pay to the League all annual dues and assessments on or before their respective due dates as specified herein or by resolution of the Board of Directors. All fines and supplementary assessments shall be due within thirty (30) days subsequent to written notice forwarded to the officially recognized Team Representative of the member team/club by an authorized ISHL official.
2. Payment is defined as the actual receipt by the ISHL Treasurer of United States currency or bank check for which sufficient funds are in account, and shall be of an amount equal to, or greater than, those moneys due.

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3. **General:** Each member team/club, player, coach and any other team/club staff member shall adhere to the precepts, regulations, procedures and philosophies of the ISHL as mandated by the By-Laws and ISHL officials.
4. The penalties which may be imposed for non-conformity to these standards are:
 - a. Automatic suspension or revocation of the offending individual or team/club's membership with or participation in the ISHL. This shall include withdrawal of all voting rights (if any), forfeiture of all games, past-played and future, prohibition from competition against or with any League member team or club, and revocation of all rights and privileges of membership which are expressed or implied by the By-Laws and resolution(s) of the Board of Directors.
 - b. Such other discipline as determined by the Disciplinary Committee.

When a revocation or suspension is caused by non-payment or late payment, reinstatement to membership or participation shall be effected by actual payment to the Treasurer of a sum of money equal to or greater than the past-due balance and the majority vote by the Executive Committee approving such reinstatement.

SECTION E

1. Applications for new membership must be submitted no later than January 1st of each year for the following season.
2. Subsequent applications may be considered as being for provisional membership, with decision deferred until the following League Year.
3. All new proposed members wishing to be admitted as members will have until September 1 of each League Year to make a good faith deposit of \$500.00. This

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deposit will be credited to the new member's fees if accepted into the League. Should the proposed new members not be accepted into the League, the deposit will be refunded. The deposit is non-refundable if the proposed new member is accepted into the League and then decides not to participate for any reason.

ARTICLE III

DURATION

SECTION A

1. The duration of the ISHL is perpetual.

ARTICLE IV

ADDRESS

SECTION A

1. The street address of the ISHL's Registered Office, and the name of its Registered Agent at this address, is as follows:

Capitol Corporate Services, Inc
1501 S. Mopac Expy Ste 220
Austin, TX 78746

ARTICLE V

EARNINGS

SECTION A

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1. No part of the net earnings of the ISHL shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the ISHL shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I hereof. No substantial part of the activities of the ISHL shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the ISHL shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VI

ACTIVITIES

SECTION A

1. Notwithstanding any provision of these Articles, the ISHL shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provisions of any future Federal Tax Code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.

ARTICLE VII

DISPOSITION OF ASSETS

SECTION A

1. Upon the dissolution of the ISHL, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or

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the corresponding section of any future Federal Tax Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the ISHL is then located, exclusively for such purposes or to such organization(s), as said Court shall determine, which are organized and operated for such purposes.

ARTICLE VIII

BOARD OF DIRECTORS

SECTION A

1. The Board of Directors shall consist of the duly elected President, Vice President, Secretary and Treasurer, and shall further include the Varsity League Commissioner, the Junior Varsity League Commissioner, the immediate Past President, a Division Representative from each ISHL approved Division (appointed by the President for years in which the ISHL organizes into Divisions), and any number of at-large members appointed by affirmative vote of the Executive Committee on an annual basis.
Each member of the Board of Directors has only one vote in any matter brought before the board which requires a vote.

SECTION B

1. Directors shall serve without salary.

SECTION C

1. All the business of the ISHL, except that expressly delegated by these By-Laws or by resolution of the Board of Directors, shall be conducted by the Board of Directors by

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vote of the majority of its members present at a duly constituted meeting or by a majority written vote of all Directors.

SECTION D

1. A quorum consisting of either the President or in his or her absence, the Vice President, and at least half of the remaining Directors shall be necessary to conduct all the business of the Board of Directors.

SECTION E

1. The Board of Directors shall meet at least twice per League Year or as otherwise deemed necessary by the President or a majority of the Board.
2. Notice of scheduled meetings shall be given at least seven (7) days in advance to members of the Board.
3. Special meetings of the Board shall be preceded by notice to each member of the Board.
4. Meeting attendance is mandatory.

SECTION F

1. Meetings shall be at the call of the President or a majority of the Board.
2. If for any reason a meeting has not been called by the President within two (2) weeks after being requested in writing by a majority of the members of the Board of Directors, a meeting shall be called under the chairmanship of the Vice President.

ARTICLE IX

ELECTION OF OFFICERS AND DUTIES

SECTION A

1. The Officers of the Corporation shall be elected by the Board of Directors and shall be a President, a Vice President, a Secretary and a Treasurer. The President shall appoint the Varsity League Commissioner and the Junior Varsity League Commissioner.
2. The individual elected or appointed need not be a Director of the ISHL prior to election or appointment.

SECTION B

1. A Nominating Committee, appointed by the President and approved by the Board of Directors, shall present a complete slate of candidates for upcoming election by May 1 of each League Year for consideration by the Board of Directors. A majority of the current sitting Board of Directors shall be required for election of each position.
2. The election of the succeeding year's officers shall be held on or before July 1.
3. The offices of President and Secretary shall be elected for two-year terms every odd year and each shall be eligible for re-election.
4. The offices of Vice-President and Treasurer shall be elected for two-year terms every even year and each shall be eligible for re-election.

SECTION C

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1. The Board of Directors may also choose such officers and assistant officers and agents as the needs of the Corporation may require, who shall hold their offices for such terms and shall perform such duties as from time to time shall be determined by resolution of the Board of Directors.

SECTION D

1. Officers and agents of the ISHL shall hold office until their successors are chosen and have qualified, but no officer shall currently hold more than one elected office within the ISHL.
2. Any officer or agent, elected or appointed by the Board of Directors, may be removed by the Board of Directors whenever in its judgment the best interest of the ISHL will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.
3. If the office of any officer becomes vacant for any reason, a successor shall be appointed by the Board of Directors as soon as possible, and such appointment shall be valid until the next election is to be held for such office in accordance with Article IX, Section B above.

THE PRESIDENT

SECTION E

1. The President shall be the Chief Executive Officer of the ISHL, and Chairman of the Board of Directors.
2. He or she shall preside at all meetings of the Board of Directors and of the Executive Committee, and have general and active management of the ISHL, and shall see that

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all orders and resolutions of the Executive Committee and the Board of Directors are carried into effect.

3. He or she shall appoint the Chairmen of all committees excepting those Committee Chairmen specifically designated by the By-Laws or as otherwise provided for in the By-Laws.
4. To the extent approved by the Executive Committee, he or she shall execute bonds, mortgages and other contracts requiring a seal, under the seal of the ISHL, except where required or permitted by law to be otherwise signed and executed, and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the ISHL.

THE VICE PRESIDENT

SECTION F

1. The Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such duties as the Board of Directors or Executive Committee may prescribe or the President may delegate to the Vice President.
2. He or she shall serve as a member, ex officio, of all standing committees.
3. Should the President be unable to complete his term of office, the Vice President shall assume the office of President.

THE SECRETARY

SECTION G

1. The Secretary shall attend all sessions of the Board of Directors and record all votes of the ISHL and the minutes of all meetings and transactions (physically or digitally), and shall perform like duties for the Executive and other Committees of the Board of Directors when required.
2. He or she shall maintain supplies of all ISHL forms, and be responsible for their distribution.
3. He or she shall give notice of all regularly scheduled and special meetings of the Board of Directors.
4. He or she shall keep a roll of the participating members of the League.
5. He or she shall send out notices of all League and/or other special meetings.
6. He or she shall maintain and distribute annually to members of the Board of Directors a list of standing committees and their memberships.
7. He or she shall perform such other duties as may be prescribed by the President, Board of Directors and the Executive Committee.

THE TREASURER

SECTION H

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1. The Treasurer shall have custody of ISHL funds, and shall keep full and accurate accounts of receipts and disbursements in books belonging to the ISHL, and shall deposit all moneys and other valuable effects in the name and to the credit of the ISHL in such depositories as shall be designated by the Board of Directors.
2. He or she shall serve as chairman of the Finance and Insurance Committee.
3. He or she shall disburse the funds of the ISHL as directed by the Board of Directors.
4. He or she shall render to the President at the regular meetings of the Board of Directors, or wherever it may be required, an accounting of all his transactions as Treasurer and of the financial condition of the ISHL.

ARTICLE X

THE PAST PRESIDENT

SECTION A

1. The immediate Past President shall be a voting member of the Board of Directors, and shall serve to provide a smooth transition between administrations, and to insure that ISHL responsibility to prior commitments is not overlooked. If the position of Past President becomes vacant for any reason, a successor shall be appointed by the Board of Directors as soon as possible.

ARTICLE XI

THE EXECUTIVE COMMITTEE

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SECTION A

1. A committee, to be known as the Executive Committee, composed of the elected officers of the League (the President, Vice-President, Secretary, and Treasurer), and the Past President, shall be empowered to transact such business as is necessary to the operation of the League, subject only to the dictates of the By-Laws and the resolutions of the Board of Directors.

ARTICLE XII

COMMITTEES

SECTION A

The following committees shall be utilized on an as needed basis.

1. The Rules Committee shall review and make recommendations for all proposed changes in playing rules, including the ISHL Rules and Procedures manual. Proposed changes shall be submitted to the Board of Directors for approval by a majority vote and enactment.
2. The Team Composition Committee shall interview all prospective members prior to any motion to acceptance being placed before the Board of Directors. The Team Composition Committee shall investigate questions of player eligibility. This committee is tasked with the responsibility of determining and verifying the territorial boundaries for individual team/club composition.
3. The Finance and Insurance Committee shall be responsible for developing budgetary requirements, assessing League dues, securing insurance coverage and presenting

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their recommendations to the Board of Directors for approval by a majority vote. This committee shall be chaired by the Treasurer and shall be composed of the members of the Executive Committee. The Finance and Insurance Committee shall also make recommendations for long-term financial planning regarding cash and asset positions for the purpose of financial stability of the league and provide recommendations to the Board of Directors as directed by the Board of Directors. Adoption of financial planning items requires a majority vote by the Board of Directors.

4. The Disciplinary Committee shall be the Executive Committee or as otherwise directed by the Executive Committee. A member team/club shall have the right to directly appeal to this Committee as described in the then current ISHL Rules and Procedures manual. All disciplinary matters concerning any and all members, rule violations, and match penalties will be the purview of this committee.

SECTION B

1. The designated team/club representative of any member may refer questions to any committee.

SECTION C

1. Standing Committees shall be required to give a report on committee activities to the Board of Directors as required by the Board of Directors.

SECTION D

1. The Executive Committee shall appoint the members of all committees except the Disciplinary Committee and the Finance and Insurance Committee, and may form additional committees at any time if it deems advisable.

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ARTICLE XIII

LEAGUE YEAR

SECTION A

1. The League Year shall be a fiscal year, commencing at 12:01 a.m. on August 1, and ending at midnight of the following July 31, unless otherwise determined by the Executive Committee.

SECTION B

1. League dues shall be due and payable to the Treasurer during the League Year on the date (or dates) determined by the Executive Committee.
2. League dues shall be determined yearly and set by the Executive Committee.

SECTION C

1. Clubs financially delinquent by the opening game of the League Year shall forfeit all games and are subject to all conditions of Article II, Section D of the By-Laws. Any team/club or coach that uses a player that is financially delinquent in any game or practice will be subject to discipline as determined by the Disciplinary Committee or as set forth in the ISHL Rules and Procedures.

ARTICLE XIV

RULES AND REGULATIONS

SECTION A

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1. The League will operate under the ISHL Rules and Procedures as published from time to time. In the event a contradiction exists between these By-laws and the current ISHL Rules and Procedures manual, the current ISHL Rules and Procedures manual will take precedence.

ARTICLE XV

JUNIOR VARSITY

SECTION A

1. The purpose of the Junior Varsity program is to provide a viable training program and to ensure a feeder program for the varsity teams;
2. To develop and encourage sportsmanship between all players, and to provide a positive atmosphere of growth in learning skills and the development of those skills through competition; and
3. To have fun!

ARTICLE XVI

INDEMNIFICATION

SECTION A

1. The officers and directors of the ISHL, both duly elected or appointed, shall be indemnified from all legal action and/or damages, including attorney's fees, that should arise from the performance of their League duties.

ARTICLE XVII

EXCLUSIVE REMEDY

SECTION A

1. The procedures set forth in the then current ISHL Rules and Procedures manual shall constitute the sole and exclusive remedy for all controversies and disputes between or among the ISHL, members of the ISHL, players, teams, coaches, referees, game officials, and other persons and entities affiliated with the ISHL that have not been resolved by good-faith discussions between the parties involved. Failure to follow and abide by such procedure shall subject the offending member to the following:
 - a.) Liability of Expenses:

Liability for any and all expenses, including reasonable attorney fees, incurred by this League or any of its representatives as a result of the offending conduct of the member, player, team, coach, referee, game official, and other person and entity.
 - b.) Sanctions:

Immediate suspension and/or disqualification from membership and/or participation in this League.

ARTICLE XVIII

AMENDMENTS

SECTION A

1. The By-Laws may be altered, amended or repealed by a 2/3 vote of eligible directors present at any regularly scheduled meeting duly convened; provided, however, that the

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text of any such proposed change must be presented in writing to all eligible board members at least fourteen (14) days prior to any such vote.

ARTICLE XIX

TERMS AND DEFINITIONS

1. ISHA – Interscholastic Hockey Association is a non-profit 501c 3 corporation.
2. ISHL - Interscholastic Hockey League is a scholastic high school and intermediate school ice hockey league organized under the Texas Amateur Hockey Association.
3. TAHA - Texas Amateur Hockey Association is a district of USA Hockey regulating amateur hockey in Texas.
4. USA HOCKEY - USA Hockey, Inc. is recognized as the country's national governing body for the sport of ice hockey under the Amateur Sports Act of 1978 as adopted by the 95th Congress (Public Law 95-606).
5. UIL - University Interscholastic League is the Texas statewide organization for public elementary and secondary interschool competition.

Approved by the Board of Directors effective __ day of April 2025, after notice of proposed amendments was properly submitted to the Board of Directors.

Jennifer Kraai, Secretary, ISHL