



Tehachapi Mountain Roller Hockey Bylaws

TMRH Board of Directors

Adopted October 2015

Revised October 2023

Board of Directors

President

Troy Calhoun

Vice-President

Secretary

Morgan Schokman

Treasurer

John Bilotta

Registrar

Kelsey Werner

Head Coach

Bill Hawley

Fundraising Coordinator

Pam Middleton

Facility Address

126 South Snyder Avenue
Tehachapi, CA 93561

Mailing Address

Tehachapi Mountain Roller Hockey
P.O. Box 1891
Tehachapi, CA 93561

Website

tmrhfalcons.org

Correspondence

tmrhfalcons@gmail.com

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Article I - Name

Section 1. The registered legal name of this organization shall be Tehachapi Mountain Roller Hockey, hereinafter referred to as "TMRH".

Section 2. TMRH will conduct business using the name Tehachapi Mountain Roller Hockey. The name Tehachapi Falcons and the abbreviation TMRH may also be used for public related communication.

Section 3. Use of the name "Tehachapi Mountain Roller Hockey," the team name "Tehachapi Falcons," and the TMRH logo shall only be used as approved by the Board of Directors.

Section 4. Team colors shall be royal blue, black, silver, and white.

Article II - Purpose

Section 1. The purposes of TMRH shall be as follows:

- a. To provide the Tehachapi community with a family-friendly roller hockey club that will exceed our participant's expectations.
- b. To encourage and foster participation in the sport of roller hockey at all levels of ability without regard to race, color, sex, age, religion, socioeconomic status, or national or ethnic origin.
- c. To create, implement, and modify roller hockey programs under policies, principles, rules, and regulations established by the AAU.
- d. To operate consistent with the purposes of a public benefit, nonprofit, corporation organized under Internal Revenue Code Section 501(c)(3) and the non-profit corporation laws of the State of California; and
- e. To remain non-profit, nonsectarian, and nonpartisan. TMRH does not contemplate pecuniary gain or profit to any member and is organized solely for nonprofit purposes. No substantial part of the activities of TMRH shall be devoted to carrying on propaganda or otherwise attempting to influence legislation or to become involved in any political activities. No part of any net earnings or assets of TMRH shall enure to the benefit of any member or any other individual.

Article III - Membership

Section 1. Youth athletes, their parents/guardians, coaches, and volunteers who have completed the annual TMRH registration process are considered members of TMRH.

Section 2. Members over the age of 18 are eligible to attend regular Board meetings, run for election to and retain office with the TMRH Board.

Section 3. The Board reserves the right to suspend or terminate the membership of any member(s) who fail to comply with the bylaws, policies, Code of Conduct, or any rule or regulation adopted by TMRH - or for any conduct the Board determines to be opposed to the Purpose and Philosophy of TMRH.

Article IV - Fees

Section 1. Club Registration Fees:

- a. TMRH reserves the right to set its own club registration fees. These fees must at the very least cover association fees of TMRH, but are not restricted to only these fees.
- b. Fees are payment for TMRH membership and associated running costs and are paid into general revenue.
- c. Only athletes considered to be in good standing (fees paid in full or waived by scholarship) shall be eligible to participate in practices and scheduled events.
- d. Registration fees will be non-refundable as of the date specified during the registration process.
- e. Returned check fees will be added to the original check amount. The fee will be based on the bank charges at the time of the event.

Article V - Officers

Section 1. The elected officers of TMRH shall consist of a President, Vice President, Secretary, Treasurer, and Registrar. These officers shall serve as voting members of the Board of Directors.

Section 2. The officers of TMRH shall be elected by a vote of the membership in the month of September. Elections for President and Treasurer will be held on odd years, and elections for Vice President, Secretary, and Registrar will be held on even years.

Section 3. All officers shall assume their positions once elected for a term of two years, or until the appointment of a successor.

Section 4. Board members shall not be compensated for their service.

Article VI - Election Process

Section 1. The election process shall be as follows:

- a. Individuals desiring to hold an elected position within TMRH should notify the Board of Directors with their intentions at least two weeks prior to elections in September.
- b. Nominations from the floor may also be accepted the day of elections.
- c. Only those nominated persons who have confirmed their consent to serve if elected shall be placed as a candidate for election.
- d. Officers shall be elected by majority vote of the TMRH Board and membership.
- e. One family member only may serve on the Board, unless there are no other available candidates to run, in which case an additional family member may hold a position.
- f. Each household eligible to participate in elections has one vote.
- g. An e-mail notification to TMRH members will be sent announcing the upcoming elections and vacant positions.

Section 2. Officer Vacancy and Resignation

- a. Should a vacancy in the Board of Directors arise, the remaining Board of Directors shall fill the vacancy by another person based on a majority vote on an interim basis until such time as the next election cycle.
- b. Any member of the Board of Directors may resign upon giving oral or written notice to the President, Vice President, or Secretary.

Article VII - Governance

Section 1. Board meetings shall be held as follows:

- a. Regular Board meetings shall be held no less than quarterly during the months of September to June, and once per month during the months of June to August.
- b. The Board shall hold other regular and special meetings at its discretion as it determines is necessary and appropriate.

- c. Notice for all regular meetings shall be given to TMRH members no less than five days prior to the scheduled meeting.
- d. Each member of the Board shall have one vote.

Section 2. The order of business at any regular Board meeting shall be as follows:

- Call to Order
- Reading & Approval of the Minutes
- Reports of Officers & Committees
- Old Business
- New Business
- Public Comment
- Adjournment

Section 3. Regular Board meetings are open to attendance by eligible members. Those wishing to submit an agenda item shall submit their request in writing to any Board Officer prior to the scheduled meeting.

Section 4. A majority of the Board of Directors shall constitute a quorum for the transaction of business during any Board meeting.

Section 5. Assuming a quorum, a majority vote shall approve or defeat a motion. In the event of a tie, the motion will not carry.

Article VIII - Officer Roles and Responsibilities

Section 1. The President of the TMRH shall:

- Have general and active supervision of the affairs of the TMRH.
- Preside at all meetings.
- Maintain and be the primary interface with the Tehachapi Unified School District regarding the rink lease.
- Chair any reviews or modifications to the bylaws.

Section 2. The Vice President of TMRH shall:

- Assume the powers and obligations of the President in their absence.
- Assume other duties delegated by the President.
- Chair any necessary grievance committees.

Section 3. The Secretary of TMRH shall:

Keep a written record of the proceedings of the Board meetings.

Record any changes to the bylaws.

Maintain the club's files and records.

Section 4. The Treasurer of TMRH shall:

Maintain accurate and up-to-date records of the financial status of the TMRH.

Report current financial status at Board meetings.

Oversee receipts and disbursement of funds for the Club.

Supervise payment of the Club's bills as may be approved by the Board.

Notify parents of delinquent fees.

File form 990-EZ annually with the IRS.

Section 5. The Registrar of TMRH shall:

Collect fees and maintain registration records.

Ensure AAU registrations are current and documented.

Maintain TMRH forms, waivers, safety, and informational handouts.

Maintain the club's email list and send e-mail notifications as required.

Maintain records of medical release information for injured players.

Process accident insurance claims.

Article IX - Appointed Positions

Section 1. The Board will accept volunteers and appoint individuals to non-voting positions including but not limited to: Head Coach, Rink Maintenance Coordinator, Tournament Director, Website Administrator, Social Media Coordinator, Fundraising Coordinator, Special Events Coordinator, and Concessions Manager.

Section 2. Non-voting members may be asked to attend Board meetings, but are not required to determine a quorum.

Section 3. Non-voting members may be removed from their positions if the Board determines that the interests of TMRH would be best served by such removal.

Article X - Appointed Position Roles and Responsibilities

Section 1. The Head Coach shall:

Preside at coaches' meetings.

Make recommendations for coach appointments to the Board as required.

Section 2. The Tournament Director shall:

Represent TMRH to other roller hockey organizations in the interest of hosting or attending tournaments.

Coordinate TMRH participation in home and away tournaments.

Section 3. The Rink Maintenance Director shall:

Assess the condition of the rink and adjacent structures on an annual basis.

Make recommendations regarding rink maintenance to the TMRH Board.

Section 4. The Website Administrator shall:

Maintain the TMRH website with accurate, appropriate, and unbiased information.

Maintain postings of concussion and head injury and sudden cardiac arrest information and prevention education.

Maintain postings of current and appropriate contact information for the Board.

Section 5. The Social Media Coordinator shall:

Post accurate, appropriate, and unbiased content related to TMRH with Board approval.

Section 6. The Special Events Coordinator shall:

Coordinate special events or end-of-year activities with Board approval.

Section 7: The Fundraising Coordinator shall:

Organize fundraising efforts and the collection of proceeds for the benefit of TRMH with Board approval.

Section 8. The Concessions Manager shall:

Make or arrange purchases for concessions sales with Board approval.

Retain receipts for purchases and provide them to the Board.

Article XI - Liability of Officers and Directors

Section 1. TMRH consents and declares that each Officer and Director, members of all committees, and all elected or appointed officials in any capacity, shall be deemed to have assumed office or assignment on the express understanding, agreement and condition that each of them and his/her heirs, executors and administrators, estate and effects respectively shall at all times be indemnified and held harmless from and against all liabilities, judgements, costs, charges, and expenses whatsoever which such member sustains or incurs in or about any action, or suit or proceeding which is brought, commenced or prosecuted against him or her and in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or her in or about the execution of the duties of his/her office and also from and against all other costs, charges, and expenses which he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her willful neglect, intentional wrongful act or fraudulent act.

Article XII - Grievances

Section 1. The TMRH Grievance Committee shall be made up of the members of the Board and chaired by the Vice President. In the event of a conflict of interest, the Board will select a different chair.

Section 2. Grievances may be submitted in writing directly to any Board member.

Section 3. Said grievance must detail specific violation of rule, policy, or bylaw, or define a specific situation within the organization being grieved.

Section 4. The Grievance Committee shall have the express authority to interpret the bylaws, policies, and rules of TMRH and render a decision.

Section 5. The Grievance Committee must convene a hearing within 10 days of being notified of the grievance.

Section 6. No grievance will be accepted concerning referees or their decisions.

Section 7. Decisions made by the Board, based upon consideration for each situation and predicated upon the overall concerns of the organization vs. concerns of the individual, are final.

Article XIII - Finances

Section 1. The Board of Directors may authorize any officer to enter into a contract in the name of TMRH if said contract is deemed necessary and appropriate by a majority vote.

Section 2. The President, Vice President, Secretary, Treasurer, and Registrar shall be the only signatories on the TMRH bank account.

- a. Any checks or withdrawals from the TMRH account will require two signatures: the Treasurer and one other Board member. If the Treasurer is unavailable, the President may sign in lieu of the Treasurer. Board members may not sign for their own personal reimbursements.
- b. Deposits may be made to the account by any member of the Board of Directors who is a signer with the TMRH bank account, with the receipt being provided to the Treasurer within five days of the deposit.

Section 3. A minimum balance of \$500 in unencumbered funds shall be maintained.

Section 4. Any person requesting reimbursement must have been pre-approved prior to spending by the Board of Directors.

Article XIV - Fundraising

Section 1. The Club reserves the right to solicit funds in addition to registration fees through various legitimate fundraising means.

Section 2. No person shall solicit funds as a representative of TMRH or on behalf of TMRH without the express written consent of the Board of Directors.

Section 3. Solicitation of Sponsorships

- a. Solicitation of sponsorship on behalf of TMRH must be made for the purpose of raising funds for TMRH's general revenue. Sponsors may designate specific use of funds donated, but final authority to utilize available funds rests with the Board of Directors. Proceeds are to serve the Purpose and Philosophy of TMRH and benefit all members of the program.
- b. There shall be no sponsorship solicitation for use by a specific team or division only, unless approved by the Board of Directors.
- c. Nothing in this section shall be taken to discourage team or division fundraising events, proceeds of which may be used for the benefits of that team or division only.

Article XV - Conflicts of Interest

Section 1. The purpose of this policy is to protect TMRH's tax-exempt status and interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a Board officer, or that might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace any applicable California and federal laws governing conflict of interest applicable to non-profit and charitable organizations.

Section 2. A financial interest is not necessarily a conflict of interest; a person who has a financial interest may have a conflict of interest only if TMRH decides that a conflict of interest exists. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family, an actual or potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which TMRH is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

Section 3. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to TMRH Board members considering the proposed transaction or arrangement. After disclosure, the interested person will withdraw and abstain from all discussion and voting on the matter. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

Section 4. The TMRH Board, shall, if appropriate, investigate alternatives to the proposed transaction or arrangement to determine whether TMRH can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by a majority vote of the disinterested officers whether to enter into the transaction or arrangement.

Section 5. If the TMRH Board has reasonable cause to believe that anyone has failed to disclose actual or possible conflicts of interest, it shall inform that person of the basis for such belief and afford that person an opportunity to explain the alleged failure to disclose. If, after hearing the person's response and after making further investigation as warranted by the circumstances, the TMRH Board determines that person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 6. To ensure that TMRH operates in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted to determine whether any compensation arrangements and benefits are reasonable, conform to TMRH's written policies, are properly recorded, and are in the best interest of the organization.

Section 7. Each Board Member shall, upon assuming office, sign a statement, which affirms that person:

- a. Has received a copy of the conflicts of interest policy.
- b. Has read and understands the policy.
- c. Has agreed to comply with the policy.
- d. Has disclosed any potential conflicts of interest.

Article XVI - Amendments to Bylaws

These bylaws may be amended by the Board of Directors unless the action would materially and adversely affect the right of the membership vote. Such amendments shall occur by presenting the amendment at a regular or special meeting. The majority approval of the Board of Directors is required to pass the amendment.