

**Central Ohio Youth Ice Hockey Officials Association Inc.  
Constitution and By-Laws**

**ARTICLE I**

**SECTION I**

The name of the Corporation shall be the Central Ohio Youth Ice Hockey Officials Association (COYIHOA).

**ARTICLE II**

**SECTION I**

The object of the Corporation is to promote Hockey officiating in the Central Ohio area through meetings, rules discussion and interpretations sessions, training seminars, Officials evaluations and similar activities by maintaining a relationship with the USA Hockey Association.

The Corporation will arrange assignments on behalf of its members with leagues, teams and associations through their assignors, coaches and league administrators.

**ARTICLE III**

**SECTION I**

There shall be two classifications of membership: Regular and Associate. Regular members must be registered as a USA Hockey Official. Associate membership is for any member interested in ice hockey officiating in Central Ohio who is not a USA Hockey registered official. Associate members may attend meetings and rules interpretation discussions, but shall not have voting privileges on business matters. Any Official, who is not in good standing with USA Hockey and the Central Ohio Youth Ice Hockey Officials Association, will be considered an Associate Member and cannot be scheduled for game assignments.

**SECTION II**

Regular and Associate members will be charged an annual membership fee. The fee shall be paid prior to the start of each season for each member to remain in good standing. The ice hockey season begins and ends as defined by the USA Hockey Association.

**ARTICLE IV**

**SECTION I**

There shall be semi monthly business meetings and rules discussion and interpretation sessions beginning in October and ending in March each year. All meetings will be held at locations determined by the board of directors. The agenda for the meetings will consist of an association business update, treasury report, rules discussion and interpretations, and payment of officials for the preceding months games officiated.

**SECTION II**

A Regular Member of the Corporation must attend one scheduled meeting each month of the season. Attendance records will be maintained at each scheduled meeting. Any member, who does not attend a meeting during a given month, will not be scheduled to work/officiate during the following month.

**SECTION III**

Special meetings may be held at any time and place as ordered by the Board of Directors.

**ARTICLE V**

**SECTION I**

There shall be four officers: President, Vice President, Secretary, and Treasurer. In addition, there shall be a board of directors consisting of a Director, Director of Scheduling, and Director of Official Development. The Secretary and Treasurer will also serve on the Board of Directors, and individuals may hold officer positions and board positions simultaneously. The Director will appoint the board positions initially. The terms for Secretary and Treasurer will be three years or upon resignation at which time a committee consisting of the three directors and two regular members will select replacements from the current association membership. The Director position will be appointed by the officers upon resignation of the director or by unanimous vote of the other directors. The other director positions will have a term of three years or upon resignation of a director.

The current association members will make Director of Scheduling and Director of Official Development nominations with final selection by the Association Director, Secretary and Treasurer plus two members of the Corporation at large.

Only individuals that have been a member of the association in good standing for the past two years are eligible for officer positions. Officers may be reelected for consecutive terms.

## ARTICLE VI

### SECTION I

It shall be the duty of the Director to conduct all meetings, appoint any standing committees, fill any vacant terms of office and perform all duties pertaining to such office. The Director shall have the duties of examining all applicants for membership. The director will fill any temporary committee vacancies in the event of a director resignation until a replacement is elected.

### SECTION II

The Director of Scheduling shall make himself familiar with the duties of the Association Director and assume all duties in the event of his absence. It shall be the duties of the Director of Scheduling to assist the Association Director with any duties. The Director of Scheduling shall be responsible of collecting and compiling the game schedules for all USA Hockey registered in Central Ohio. He/She shall assign officials for all USA Hockey sanctioned games played in Central Ohio. All registered COYIHOA officials shall be responsible for providing the Director of Scheduling with their availability for upcoming games. The Director of Scheduling may appoint members to aid in scheduling. The Corporation shall reimburse the Director of Scheduling for costs associated with his/her duties and additional compensation as approved by the Corporation's directors.

### SECTION III

The Secretary shall record the minutes of all meetings and keep attendance records of those meetings. The Secretary shall collect and maintain current contact information of all members. The Secretary shall handle all communications between the Corporation and its members. The Secretary shall be reimbursed by the Corporation, pending approval of the Treasurer, for any costs associated with his/her duties.

### SECTION IV

The Treasurer will be responsible for collection of payment for all games officiated by the Corporation's members and for payment to the officials. Collection will be performed at the time the teams provide their game schedules or by the 10<sup>th</sup> of the month following the games. Payment to the officials will occur at the monthly membership meetings or by the 20<sup>th</sup> of the month following the games. The Treasurer is responsible to provide a "Treasurer's Report" at each of the monthly membership meetings.

### SECTION V

The Director of Official Development is responsible for conducting official evaluations, conducting rule interpretation meeting, seminars and is a member of the Officials Disciplinary Committee. The Director of Official Development will appoint additional officials to work as evaluators with the approval of the Corporation's directors. The USA Hockey Officials Evaluation Form will be used. This form will be used to evaluate officials during game assignments. New and Level One officials will be evaluated a minimum of once per season. All other officials will be evaluated as deemed necessary by the Director of Official Development. Evaluation along with the officials USA Hockey Officials registration, and current standing with the Central Ohio Youth Ice Hockey Officials Association will determine the level of game assignments for officials.

## ARTICLE VII

### SECTION I

These articles and by-laws may be altered or amended by a two-thirds majority vote of the officers at a regular scheduled business meeting.

### SECTION II

COYIHOA officers will meet a minimum of monthly to conduct regular business meeting.



## ARTICLE VIII

### SECTION I

The Corporation shall indemnify any person who is or was a party or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative or investigative action, suit, or proceeding, including all appeals, other than an action, suit or proceeding by or in the right of the Corporation, by reason of the fact that the person is or was a director, officer, employee, or volunteer of the Corporation, against expenses (including attorney's fees), judgments, fines, penalties, and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, suit or proceeding, if that person acted in good faith and in a manner that person reasonably believed to be in or not opposed to the best interests of the Corporation and, with respect to any criminal action or proceeding, if that person had no reasonable cause to believe that person's conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent, shall not create, of itself, a presumption that the person did not act in good faith and in a manner which that person reasonably believed to be in or not opposed to the best interest of the Corporation and, with respect to any criminal action or proceeding, a presumption that the person had reasonable cause to believe that the person's conduct was unlawful.

### SECTION II

The Corporation shall indemnify any person who is or was a party, or threatened to be made a party, to any threatened, pending, or completed action or suit, including all appeals, by or in the right of the Corporation to procure a judgment in its favor, by reason of the fact that the person is or was a director, officer, employee, or volunteer of the Corporation, against expenses (including attorney's fees) actually and reasonably incurred by that person in connection with the defense or settlement of such action or suit, if the person acted in good faith, and in a manner that person reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of (a) any claim, issue, or matter as to which such person is finally adjudged to be liable for negligence or misconduct in the performance of that person's duty to the Corporation unless, and only to the extent that, the court of common pleas or the court in which such action or suit was brought determines, upon application, that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court of common pleas or such other court considers proper, or (b) any action or suit in which a director is found liable only pursuant to the provisions of Section 1702.55 of the Ohio Revised Code.

### SECTION III

Unless ordered by a court, any indemnification under paragraphs (1) and (2) of this Article shall be made by the Corporation only as authorized in the specific case, upon a determination that indemnification of the director, officer, employee or volunteer is proper under the circumstances because that person has met the applicable standard of conduct set forth in paragraphs (1) and (2) of this Article. Such determination shall be made in any one of the following manners: (a) by a majority vote of a quorum consisting of directors of the Corporation who were not and are not parties to or threatened with the action, suit or proceeding referred to in paragraph (1) or (2) of this Article, or (b) by the members by majority vote.

### SECTION IV

The Corporation may, from time to time, and in its sole discretion, indemnify any person who is or was an agent, or other authorized representative of the Corporation, other than those described under paragraphs (1) and (2) who may be indemnified, or is or was serving at the request of the Corporation as a director, officer, or employee of another corporation, limited liability company, partnership, joint venture, trust, or other enterprise against any liability asserted against that person or incurred by that person in any such capacity or arising out of that person's status as such, in the same manner and to the same extent as provided herein for directors, officers, employees and volunteers of the Corporation.

### SECTION V

Expenses of each person indemnified herein incurred in defending a civil, criminal, administrative, or investigative action, suit, or proceeding (including all appeals), or threat thereof, may be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding as authorized by the board of directors, whether a disinterested quorum exists or not, upon receipt of an undertaking by or on behalf of such person, to repay such amount, if it is ultimately determined that that person is not entitled to be indemnified by the Corporation.

**SECTION VI**

The foregoing rights of indemnification are not exclusive, and shall be in addition to any other rights granted to those seeking indemnification as a matter of law, or under these Articles, the regulations, any agreement, vote of members or disinterested directors, or otherwise, both as to actions in their official capacities and as to actions in another capacity while holding their offices or positions, shall continue as to a person who has ceased to be a director, officer, employee, member, agent, or volunteer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

**SECTION VII**

The Corporation may purchase and maintain insurance, or furnish similar protection, including but not limited to trust funds, letters of credit, or self-insurance, for or on behalf of any person who is or was a director, officer, agent, employee, or volunteer of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, member, manager, agent or volunteer of another corporation, limited liability company, partnership, joint venture, trust, or other enterprise, against any liability asserted against that person or incurred by that person in any such capacity, or arising out of that person's status as such, whether or not the Corporation would have the power to indemnify that person against such liability under the provisions of this Article or of the Ohio Nonprofit Corporation Law. Insurance may be purchased from or maintained by a person with whom the Corporation has a financial interest.

**ARTICLE VIII**

**SECTION I**

COYIHOA members officiate youth hockey games for boys, girls, and all protected classes.

**ARTICLE IX**

**SECTION I**

The names and addresses of the persons who are initially to act in the capacity of Directors are as follows:

Gary Wilkins, President  
10087 Hoover Woods Rd.  
Galena, OH 43021

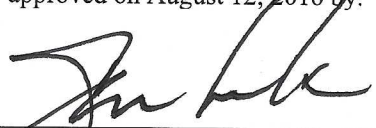
Joe Hrabak, Vice President  
5272 Wolf Run Drive  
Columbus, Ohio 43230

James Seymour, Secretary  
1734 Ridgebury Dr.  
Hilliard, OH 43026


Matt Roubanes, Treasurer  
20350 Bear Swamp Rd.  
Marysville, OH 43040

The Constitution and By-Laws of the COYIHOA are hereby approved on August 12, 2016 by:

  
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Gary Wilkins, President

  
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Joe Hrabak, Vice President

  
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James Seymour, Secretary

  
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Matt Roubanes, Treasurer