

Western New York Amateur Hockey League, Inc.

Constitution and By-Laws

Name

This organization shall be known as the Western New York Amateur Hockey League, Inc. (the “Corporation”).

Objective

This league has been organized to provide for the enjoyment and entertainment of its members and their children by encouraging and promoting the sport of Amateur Hockey; and to promote friendship, sociability and physical recreation among its members and their children.

Government

At the May meeting, the Corporation may elect from its membership a President, Executive Vice President, Secretary, and Treasurer. The President in agreement with the Executive Director shall appoint, with the approval of the membership, Liaisons, collectively forming the Executive Committee.

Elections are not required every year but are strongly recommended to ensure active participation and transparency within the League. If no election is held, the current Board shall remain in effect and continue its duties until the next scheduled election.

All officers serve one-year terms commencing at the conclusion of the May meeting and are eligible for reappointment or re-election.

The fiscal year shall be August 1st to July 31st.

Executive Committee

The Executive Committee shall be comprised of the elected officers of the Corporation, the three Liaisons to the “A”, “B” and “C” organizations and an appointed staff who will have the powers of the Board between meetings unless the Board expressly limits their powers.

Job/Title Descriptions: DUTIES OF THE MEMBERS OF THE EXECUTIVE COMMITTEE

Elected Officers:

The elected officers shall be the President, Executive Vice President, Treasurer and Secretary. All officers shall serve a term of one year.

Removal, Resignation, Salary:

Any officer elected or appointed by the board may be removed by the board with just cause. In the event of death, resignation or removal, the board in its discretion may elect or appoint a successor to fill the term. Salaries, if any, of the officers, executive board members or employees may be fixed and approved by the board. Payment of expenses necessarily incurred by executive board members in connection with carrying out their duties may be approved by the Executive Committee and paid by the Treasurer.

The President shall:

Be the Chief Executive Officer of the Corporation: This person shall preside over all meetings of the Executive Committee and the Board of Directors.

Generally supervise all the activities of the Western New York Amateur Hockey League, Inc. and ensure that all rules and regulations, stated policies and procedures of the organization are observed.

Have the power to rule on questions not provided for in the By-Laws until the next regular or special meetings of the Board of Directors.
Represent the Western New York Amateur Hockey League, Inc. and be its spokesperson at all public and private forums and places.
Appoint the non-elected members of the Executive Committee.
Establish committees as needed from time to time.
Appoint the Chairs and members of all committees.
Be an ex officio member of all committees.
Appoint replacements to all offices when vacancies occur until the next scheduled election.

The Executive Vice President: Shall, in the absence of the President, have all the power and perform all the duties of the President. In addition, the Executive Vice President shall review the By-Laws, Rules and Regulations, policies, and procedures of the Western New York Amateur Hockey League, Inc. and make recommendations for changes or amendments to the above. The Executive Vice President will form and direct the disciplinary panel, oversee all disciplinary procedures, chair all matters involving a hearing, and rule on protests.

The Treasurer: shall have the responsibility for carrying out all of the duties usually associated with the position of Treasurer including the following:

Receive all funds due to the Western New York Amateur Hockey League, Inc., depositing them in a chartered bank, and paying the rightful obligations of the Corporation.
Sign the checks on the Corporation's accounts.
Submit in writing a monthly and an annual Treasurer's Report to the Board of Directors, setting forth in full the financial condition of the Corporation.
Arrange for an annual review or certified audit of Corporation books as required, submit tax information and returns to comply with IRS regulations.
The President shall also have power to sign checks as well as the Treasurer.

The Secretary shall:

Be the official custodian of the Corporation's records.
Conduct correspondence, compile and distribute minutes of all Western New York Amateur Hockey League meetings, issue notices of meetings and prepare a calendar of events.
Advise the Board of Directors of all the upcoming meetings and other important information.
Compile contact information from all member organizations, publish the list and keep this list current as well as assist with the publication of the annual guidebook.
Verify eligibility of voting members present at any meeting.
Verify a quorum is present.
Run elections.
Perform the usual duties of the Secretary.

Appointed Members of the Executive Committee

Executive Director:

The Western New York Amateur Hockey League Executive Director shall:

- ***Role of the Executive Director – Western New York Amateur Hockey League (WNYAHL)***

The Executive Director of the Western New York Amateur Hockey League (WNYAHL) serves as the chief administrative officer responsible for coordinating, managing, and supporting the overall operations of the League. This role ensures that League activities run efficiently, consistently, and in alignment with the organization's mission, policies, and standards.

Key Responsibilities:**1. League Administration & Oversight**

- *Oversee daily operations of the League and support all member associations in the implementation of rules, regulations, and procedures.*
- *Ensure that administrative processes are efficient, accurate, and compliant with League policies.*
- *Maintain League records, documentation, communications, and official forms.*

2. Communication & Liaison Duties

- *Serve as the primary point of contact between the League and its member associations, presidents, registrars, team staff, and officials.*
- *Provide timely, clear communication regarding rules, updates, deadlines, scheduling matters, and disciplinary actions.*
- *Facilitate coordination with rinks, tournaments, and outside partners as needed.*

3. Support to the Board of Directors

- *Assist the Board by providing information, preparing reports, and executing decisions made during Board meetings.*
- *Implement Board directives and ensure that League-wide policies are consistently applied.*
- *Offer recommendations to the Board on operational improvements and areas of concern.*

4. Compliance & Governance

- *Monitor adherence to League rules and standards across all associations and teams.*
- *Provide clarification and guidance to association leaders regarding eligibility, roster processes, game protocols, and required documentation.*
- *Support the disciplinary process by coordinating hearings, gathering information, and ensuring fair and consistent enforcement of League policies.*

5. League Development & Member Support

- *Promote a positive, safe, and competitive environment for players, coaches, officials, and families.*
- *Identify operational needs, introduce improvements, and support long-term planning for League growth and development.*
- *Serve as a resource to associations, offering assistance, education, and problem-solving when issues arise.*

Be appointed to the position.

Be responsible for the proper administration of the league and shall oversee and assist in the day-to-day running of the league.

Be ex-officio member of the Executive Committee.

Head Statistician:

The Western New York Amateur Hockey League head statistician shall:

Oversee all the Travel Divisions within the league.

Keep statistics on all travel teams registered with the league which include but are not limited to wins, losses, ties, goals for, goals against and penalty minutes.

Compile and publish master schedules for all divisions in the league.

Provide support to the Executive Committee in the areas of rule changes, discipline and the day-to-day running of the league.

Work with the Executive Vice President in matters of hearings, suspensions and excessive penalty minutes.

Keep the web site updated on a weekly basis of statistical data pertinent to the league.

Set a playoff schedule for the league.

Enforce all rules and regulations set forth here within

Be ex-officio member of the Executive Committee.

The Head Statistician may also be the Executive Director

Playoff Coordinator shall:

Assist the head statistician with the playoff schedule and teams.

Organize the championship weekend, arrange for trophies or awards for the weekend, attend and oversee the championship games for the entire weekend.

Liaisons:

The Western New York Amateur Hockey League Liaisons shall:

Be appointed by the President

Carry out all the rules of the Western New York Amateur Hockey League, Inc.

Assist with divisions, rules, compliance, discipline, hearings and disputes.

Work with the head statistician on placement and discipline matters.

Handle disputes, complaints and protests in their section or designated area and present them to the Executive Director and the Executive Committee if deemed necessary.

Assist and advise on competition within the league.

Any two or more of the above-mentioned offices, except those of President and Secretary, may be held by the same person, but no officer shall execute or verify any instrument in more than one capacity if such instrument is required by law or otherwise to be executed or verified by two or more officers.

In case of the absence or illness of any officer of the corporation, or for any other reason that the Board of Directors may deem sufficient, the Board of Directors may delegate and assign, for the time being, the powers and duties of any officer to any other officer or to any director.

Discipline Director / Discipline Chair

The Discipline Director, also referred to as the Discipline Chair, is responsible for overseeing all matters related to player, coach, team, and association conduct within the Western New York Amateur Hockey League. This role ensures fair, consistent, and timely application of League rules, codes of conduct, and disciplinary procedures.

The Discipline Director shall be appointed by the President with the approval of the Board of Directors and shall serve at the pleasure of the Board.

The duties of the Discipline Director/Chair include conducting investigations of alleged violations of League rules or conduct standards; organizing and presiding over disciplinary hearings; collecting relevant documentation, statements, video evidence, and other materials; coordinating with association representatives; and issuing written findings and recommendations. The Discipline Director shall ensure that all hearings are conducted impartially and in accordance with League policies and established procedures.

The Discipline Director shall conduct or coordinate video reviews when incidents are captured through rink video systems, LiveBarn, or any other authorized platform. The review process shall be used to clarify events, corroborate reports, or evaluate actions for supplemental discipline. All video review procedures must protect the integrity of the process and the privacy of individuals as applicable.

The Discipline Director shall work closely with the Referee-in-Chief (RIC) in matters involving officiating reports, game incident documentation, interpretations of rules, and the evaluation of situations where both disciplinary and officiating perspectives are relevant. Communication with the RIC shall ensure that all disciplinary decisions are informed, consistent, and aligned with official rule interpretations.

The Discipline Director shall report directly to the Board of Directors. Recommendations for disciplinary action, including suspensions, sanctions, or conditions for reinstatement, shall be presented to the Board for final approval when required under League rules. The Discipline Director may implement penalties that fall within delegated authority as defined by League policy, but all significant or escalated actions must be communicated promptly to the Board.

The Discipline Director shall maintain records of all disciplinary matters, hearings, video reviews, and outcomes, and shall provide periodic updates to the Board of Directors regarding trends, areas of concern, and recommendations for policy or procedural improvements.

Board of Directors

There shall be a Board of Directors consisting of the four (4) Table Officers, Executive Director, Discipline Director, Liaisons and a designated representative from each active association.

The Board of Directors shall set policy of the Western New York Amateur Hockey League, Inc. The minutes of each meeting of the Board of Directors shall be mailed or Emailed to each association representative and each member of the Executive Committee prior to the next meeting.

The President of the Western New York Amateur Hockey League, Inc. shall conduct Board meetings but shall not vote unless a tie vote exists or unless he or she is his or her association's only representative.

The Board of Directors shall meet at least once every other month and may convene more frequently as necessary. A meeting may be called at any time when a Board member believes there is just cause and the President concurs. A meeting shall also be called upon submission to the President of a petition signed by a majority of the Board of Directors.

Upon receipt of such a petition, the President shall schedule the meeting on a date no less than three (3) days and no more than fifteen (15) days from the date the petition is presented for action, unless the petitioners expressly waive the maximum time requirement within the petition.

Email votes may be conducted, when necessary, with all actions taken to be formally ratified at the next regularly scheduled Board meeting.

Conference calls or virtual meetings are also acceptable methods for conducting League business when an in-person meeting is not feasible.

A majority of the voting members of the Board shall constitute a quorum for the transaction of business.

Roll call shall be taken at board meetings. If a member of the Board of Directors misses three meetings, their association shall be notified and they shall replace this representative. If the member replaced is an elected officer, his or her replacement shall be at the discretion of the Board. The association that misses three meetings will not be eligible to make or second a motion until the representative is replaced. In addition, any association absent from the board meetings will be assessed a \$50 fine for the second meeting missed during the fiscal year and a \$50 fine for each subsequent meeting missed during that fiscal year. The fine must be paid by the association within 20 days. If the fine is not paid, the association's voting privileges will be revoked and the association will not be allowed to participate in the WNYAHL Playoffs and/or the annual scheduling meeting.

The President shall select all Committee Chairpersons.

The term of office of the four (4) elected officers on the Board of Directors shall be from the conclusion of the May meeting to the next May meeting.

No Officer, Liaison, member of the Board of Directors, or appointed personnel shall hold a leadership position or maintain an active affiliation with the Empire West Amateur Hockey League or with any other ice hockey governing body that operates in direct competition with the Western New York Amateur Hockey League (WNYAHL).

This restriction is intended to prevent conflicts of interest and to ensure impartiality in all League governance and decision-making processes.

Disclosure and Waiver Process

Any individual nominated for, or currently serving as, an Officer, Liaison, Board member, or appointed personnel must disclose in writing any affiliation, past or present, with the Empire West Amateur Hockey League or with any other ice hockey governing body that may be considered in direct competition with the Western New York Amateur Hockey League. This disclosure shall be submitted to the President and recorded in the League's official records. Failure to make a required disclosure may result in removal from the position.

An individual who believes their affiliation does not create a conflict of interest, or that any conflict can be reasonably managed, may submit a written request for a waiver. The request must describe the affiliation and provide an explanation supporting the waiver.

Waiver requests shall be reviewed by the Executive Committee. A waiver may be granted only with the approval of two thirds of the Executive Committee. Conditions or limitations may be applied to ensure impartiality and to protect the interests of the League. All decisions shall be documented in the League's minutes and communicated to the individual in writing.

If circumstances change after a waiver has been granted, the individual must promptly provide an updated disclosure to the President. The Executive Committee may revisit, modify, or revoke a waiver if the change in circumstances creates or heightens a conflict of interest.

Structure and Operating Procedures

The WNYAHL shall send a representative(s) to the NYSAHA and USAH Winter and Annual meetings.

Any director of the Corporation may resign at any time by giving his or her resignation to any officer of the Corporation. Unless otherwise specified therein, the acceptance of a resignation shall not be necessary to make it effective.

Any or all of the directors, representatives may be removed, either with or without cause by the membership, at any meeting of members, notice of which shall have referred to the proposed action. Any director may be removed for cause by a vote of a majority of the entire board of directors.

Newly created directorships resulting from an increase in the number of directors, and vacancies occurring in the board for any reason except the removal of directors without cause, may be filled by vote of a majority of the directors then in office, although less than a quorum exists. A director elected to fill a vacancy shall be elected to hold office until the next annual meeting at which the election of directors is in the regular order of business and until a successor is elected or appointed and qualified.

Compensation of Officers, Directors, and Personnel

Directors of the Corporation shall serve without compensation for their duties as members of the Board of Directors and shall not receive salary, stipends, meeting fees, or general reimbursement for expenses associated solely with Board service.

This provision does not prevent any Director, Officer, Liaison, or appointed personnel from receiving compensation or reimbursement for services performed in a capacity other than their role as a Director. Such compensation must be expressly authorized by the Board of Directors in advance and recorded in the minutes of the meeting at which the authorization is approved.

The Executive Director, Liaisons, or any individual employed or engaged by the League to perform administrative, operational, instructional, or consultative services may be compensated as determined and approved by the Board of Directors. Reimbursement for reasonable expenses incurred while performing authorized duties may also be provided with Board approval.

All compensation decisions shall be made in accordance with applicable nonprofit laws and shall avoid any conflict of interest, with the affected individual recusing themselves from any vote concerning their compensation. The Board of Directors shall keep a fair record of all of the transactions of the Corporation and shall be presented at each annual meeting of the members of the Corporation. The report shall be filed in the Corporation's records and a copy of the report shall be entered in the minutes of the proceedings of the annual meeting of members.

Any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if all members of the board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto shall be filed with the minutes of the proceedings of the board or the committee.

Membership

Members of this Corporation are bonafide active Amateur Ice Hockey Associations as defined by and which are duly registered members in good standing with USA Hockey and the New York State Amateur Hockey Association, Inc.

Full voting membership in the Western New York Amateur Hockey League, Inc. may be acquired by application in writing to the President or Secretary along with a **Cashiers Check, payable to W.N.Y.A.H.L. for \$2,500 and associate non-voting membership for \$1000**. Other payment arrangements can be made outside of a cashiers check.

Acceptance into membership is contingent by a majority vote of the Board of Directors, with an understood willingness to comply with and to adhere to the By-Laws and Rules and Regulations of the Western New York Amateur Hockey League, Inc. If not accepted, the \$2,500 will be refunded.

The Board of Directors may allow individual teams from non-member associations into league play but the non-member Associations shall agree to abide by the Rules and Regulations of the Western New York Amateur Hockey League, Inc. and pay the dues required of them.

A meeting of the membership shall be conducted at least every other month, with each member association having one vote. In circumstances where it becomes necessary to reach an immediate decision, whereas no meeting is scheduled, voting by e-mail correspondence would be acceptable. All e-mail voting must follow procedures as outlined herewith and will be formally ratified at the next regularly scheduled meeting.

Notice of all meetings shall be given no less than two (2) days in advance thereof to all members unless written waiver of such notice is received.

A majority vote of those present shall govern except where otherwise especially provided. Any question that is not either passed or defeated shall be tabled until the next meeting.

Roberts' Rules of Order shall govern the proceedings of all meetings except where the same conflicts with the By-Laws of the Corporation.

The Western New York Amateur Hockey League, Inc. shall, where feasible, provide league play for its member associations designated as follows:

AAA - Most proficient level of play
AA - Next level of proficiency
A - Next level of proficiency
House League

The Board of Directors may make rules and regulations for the control of the league play and team qualifications.

Membership in the Western New York Amateur Hockey League, Inc. Board of Directors and Executive Committee is excluded to:

All active league players under the age of twenty-one (21).
Anyone associated with the Empire West Amateur Hockey League.

Voting

Members entitled to vote who are present in person or by proxy at any meeting of members, whether or not they constitute a quorum, shall have power by a majority vote to adjourn the meeting from time to time. Subject to any notice required by law, at any adjourned meeting at which a quorum is present any business may be transacted which might have been transacted on the original date of the meeting.

Except as otherwise provided in the Certificate of Incorporation or by law, each member shall be entitled at every meeting of the members to one vote. Except as otherwise provided by law or these By-Laws, all questions that shall come before a meeting shall be decided by a majority of votes cast. A member may vote either in person or by written proxy signed by him or her or his or her attorney-in-fact and delivered to the secretary of the meeting. No proxy shall be valid after the expiration of eleven (11) months from the date thereof unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the person executing it or his or her personal representatives, unless it is entitled "irrevocable proxy" in which event its revocability shall be determined by the laws of the State of New York in effect at the time.

Two inspectors of election, neither of whom shall be a candidate for the position of director if directors are to be elected at such meeting, may be appointed by the Board of Directors in advance of any meeting of members or by the person presiding at such meeting, and shall be appointed by the person presiding if such appointment is requested by a member present at such meeting and entitled to vote thereat. Such inspectors shall serve at such meeting and any adjournments thereof. Each inspector, before entering upon the discharge of his or her duties, shall take and sign an oath faithfully to execute the duties of inspector at such meeting with strict impartiality and according to the best of his or her ability.

A list of members entitled to vote, certified by the corporate officer responsible for its preparation or by the transfer agent, shall be produced at any meeting of members upon the request therefore of any member who has given written notice to the Corporation that such request will be made at least ten (10) days prior to such meeting. If the right to vote at any meeting is challenged, the inspectors of election or person presiding thereat, shall require such list of members to be produced as evidence of the right of the persons challenged to vote at such meeting, and all persons who appear from such list to be members entitled to vote thereat may vote at such meeting.

Whenever members are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, setting forth the action so taken, signed by all of the members entitled to vote thereon.

Financial Management

All income received by the League shall be deposited into a common treasury and managed in a manner that ensures fairness, transparency, and equal opportunity for all member associations and teams. No funds shall be used in a way that provides an unfair advantage to any individual, team, or association.

All revenue generated through League sponsorships, fundraising activities, donations, or booster support shall become part of the Western New York Amateur Hockey League, Inc. treasury and shall be used exclusively for the benefit and operation of the League.

The League shall maintain a minimum year-end bank balance of no less than three hundred dollars at the close of the fiscal year on July 31.

In the event of dissolution of the Western New York Amateur Hockey League, Inc., all remaining assets shall be distributed in accordance with applicable nonprofit laws and directed to a qualified nonprofit organization that supports amateur athletics.

The Corporation registration fee may be adjusted by a two-thirds vote of the full membership at a duly convened meeting of the Board of Directors.

Rules

Local playing rules shall be adopted by the Western New York Amateur Hockey League, Inc.

Amendments

This Constitution and By-Laws or any section thereof may be amended or repealed by a two-thirds vote of the paid-up membership present at any duly constituted meeting provided that a copy of the proposed change(s) over the signature of the Secretary shall be given to the members at least ten (10) days prior to the meeting at which such proposed change(s) shall be submitted to vote.

Indemnification

The Corporation shall indemnify each person made or threatened to be made a party to any action or proceeding, whether civil or criminal, by reason of the fact that such person or such person's testator or intestate is or was a director, trustee or officer of the Corporation, or, while a director, trustee or officer, serves or served, at the request of the Corporation, any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise in any capacity, against judgments, fines, penalties, amounts paid in settlement and reasonable expenses, including attorneys' fees, incurred in connection with such action or proceeding, or any appeal therein, provided that no such indemnification shall be made if a judgment or other final adjudication adverse to such person establishes that his or her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled, and provided further that no such indemnification shall be required with respect to any settlement or other non-adjudicated disposition of any threatened or pending action or proceeding unless the Corporation has given its prior consent to such settlement or other disposition.

The Corporation shall advance or promptly reimburse upon request any director, trustee or officer seeking indemnification hereunder for all expenses, including attorneys' fees, reasonably incurred in defending any action or proceeding in advance of the final disposition thereof upon receipt of an undertaking by or on behalf of such person to repay such amount if such person is ultimately found not to be entitled to indemnification or, where indemnification is granted, to the extent the expenses so advanced or reimbursed exceed the amount to which such person is entitled.

This Article shall be given retroactive effect and the full benefits hereof shall be available in respect of any alleged or actual occurrences, acts, or failures to act prior to the date of the adoption of this Article. The right to indemnification or advancement of expenses under this Article shall be a contract right.