

WISCONSIN HOCKEY OFFICIALS ASSOCIATION, INC.

By-Laws (Re-Formatted and Amended 8/21/2021)

Purpose

The purpose of the Wisconsin Hockey Officials Association, Inc. (hereinafter called the WHOA) is to register and train hockey officials in Wisconsin for the purpose of improving the quality of amateur hockey in the state; to provide a forum for discussion and a medium for dissemination of information on rules interpretation; to develop more efficient officials; to maintain the highest standards of officiating; and to create better understanding between officials, coaches, and players.

Article I – Office of the Corporation

The office of the Corporation shall be located in the City and State designated in the Articles of Incorporation. The Corporation may also maintain offices at such other places within the United States as the Board of Directors may determine.

Article II – Membership

Section 1 – Membership Qualifications

All members of the WHOA must be members in good standing with the officiating program of USA Hockey. Membership in the WHOA shall be renewed each season. Additional qualifications may be established by the Board of Directors.

Section 2 – Voting Rights

All members of WHOA/USA Hockey shall have one (1) vote on any issue requiring the consent of the general membership and will not be allowed to place proxy votes. The President has no voting rights at any meeting, with the exception of where a vote needs to be cast to break a tie or to vote in their regional caucus.

Section 3 – Registration Fees

Membership fees shall be determined by the WHOA Board of Directors on an annual basis.

Article III – Jurisdiction

The Wisconsin Amateur Hockey Association, Inc. (hereinafter called WAHA) shall have the final jurisdiction over all amateur officials in Wisconsin through its rules and applying the membership standards as established by this corporation and the registration rules as established by USA Hockey.

Article IV – Meetings

Section 1 – Annual Meeting

The annual meeting shall be held at a time and place determined by the Board of Directors for the purposes of electing region directors and for the transaction of any other business which may come before the meeting.

Section 2 – Special Meetings

Special meetings of the members may be called by the President, by a majority vote of the Board of Directors or by not less than one-fifth (1/5) of all the members of the corporation.

Section 3 – Notice of Meetings

In the event that a special general meeting is required, written notice shall be delivered not less than seven (7) nor more than thirty (30) days prior to the date of the meeting. In the event that a special meeting of the Board of Directors is required, written or oral notice will be given not less than 24 hours prior to the meeting.

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Section 4 – Quorum

A majority of the members of the Board of Directors shall constitute a quorum at any meeting.

Section 5 – Proxies

Members of the WHOA or its Board of Directors may not be represented by proxy.

Article V – Board of Directors

Section 1 – General Powers

The Board of Directors shall be responsible for governing all WHOA affairs and USA Hockey officiating policy in Wisconsin.

Section 2 – Duties of the Board of Directors

The duties of the Board of Directors shall include but are not limited to:

1. Biennially elect the President, Vice President, Treasurer and Secretary.
2. Develop WHOA policy and/or procedures.
3. Mentor and act as a resource for local schedulers of officials within their respective region.
4. Act as a liaison with officials and WAHA Directors within their respective region.
5. Supervise state play-off and state tournament games within their respective region.
6. Review the eligibility of officials within their respective region for state play-offs and state tournaments and communicating issues to the WAHA/WHOA Referee-in-Chief.
7. Identify officials within their respective region for developmental and other advanced opportunities.
8. Serve on committees as appointed by the President and approved by the Board.
9. Recruit and onboard new Directors within their respective region.
10. Recruit and encourage officials to become members of the WHOA.
11. The WHOA Board of Directors shall have the right to decide an appeal when the Affiliate's (WAHA) authority is delegated to the WHOA.

Section 3 – Number of Members

The state of Wisconsin is divided into six (6) WAHA regions. Each region shall have two (2) directors, not residing within the boundaries of the same WAHA sanctioned association in which they serve and are elected for a three (3) year staggered term.

Section 4 – Appointed USA Hockey Supervisors of Officials

All appointed USA Hockey Supervisors of Officials for Wisconsin will also be members of the Board of Directors and have the same privileges as those of the region directors.

Section 5 – Meetings

Meetings of the Board of Directors will be held as deemed necessary by the President or any other officer or Board member according to the By-Laws.

Section 6 – Guests

The President may invite other interested parties to attend Board meetings. These guests may not vote at any Board meeting unless they have been properly elected to the Board of Directors under the provisions of these By-Laws.

Section 7 – Removal

Any member of the Board of Directors may be removed by a two-thirds (2/3) majority vote of the members of the Board of Directors when the Board judges that the removal is in the best interest of the WHOA.

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Section 8 – Vacancies

The President, with Board approval, is empowered to appoint a director to fill any vacancy on the Board with an election to be held at the next annual meeting of the WHOA.

Section 9 – Voting Rights

Each director and/or officer is entitled to one (1) vote in all WHOA decisions. The President has voting rights as described under Article II, Section 2.

Article VI – Officers

Section 1 – Number

The officers of the WHOA shall be the President, Vice President, Treasurer and Secretary. The President and Secretary are elected in the even-numbered years and the Vice President and Treasurer are elected in the odd-numbered years.

Section 2 – Removal

Any officer may be removed by a two-thirds (2/3) majority vote of the members of the Board of Directors when the Board judges that the removal is in the best interest of the WHOA.

Section 3 – Vacancies

The President is empowered to appoint a director, subject to Board approval, to fill a vacancy in the Vice President, Treasurer or Secretary position with an election to be held immediately following the next annual meeting of the WHOA.

Section 4 – President

The President shall be elected from the membership of the Board of Directors on a biennial basis immediately following the WHOA annual meeting. The President shall preside at all meetings and in general, conduct the affairs of the WHOA Board of Directors. The President shall call regular meetings of the Board of Directors and any special meetings of the Board of Directors as deemed necessary in accordance with Article IV, Sections 2 and 3. The President is ex-officio on all committees of the organization.

Section 5 – Vice President

The Vice President shall be elected from the membership of the Board of Directors on a biennial basis immediately following the WHOA annual meeting. In the absence of the President or inability or refusal to act by the President the Vice President shall perform the duties of the President.

Section 6 – Treasurer

The Treasurer shall be elected from the membership of the Board of Directors on a biennial basis immediately following the WHOA annual meeting. The Treasurer shall keep the monies of the WHOA in order and shall provide quarterly financial reports to the Board and an annual financial report at the annual meeting.

Section 7 – Secretary

The Secretary shall be elected from the membership of the Board of Directors on a biennial basis immediately following the WHOA annual meeting. The Secretary shall keep the minutes for all meetings and in general perform duties incidental to this office.

Article VII - Committees

Section 1 – General

The President will appoint, with the approval of the Board, all committee members and committee chairs. The size of any committee in the succeeding sections will be the minimum number stated, plus the President. Each committee will consist of at least one member of the Board of Directors who will be responsible for reporting to the Board of Directors. Ad hoc committees may be created for the necessary length of time.

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Section 2 – Standing Committees

The following are the WHOA standing committees:

Audit Committee (3)

Executive Committee consisting of the Officers and the WAHA/WHOA Referee-in-Chief (4)

Finance Committee (3)

Nominating Committee (3)

Article VIII – Elections

Section 1 – Election of Directors

Each region will elect their number of directors by caucus at the annual meeting. Directors must live in and be voted on by the members of the region in which they serve. Anyone wishing to be elected as a WHOA Director must complete a Declaration of Candidacy form. The form must be received by the WHOA Nominating Committee Chair by the deadline indicated on the Declaration of Candidacy form.

Article IX – Amendments

Section 1 – Procedure

Additions to, or amendment of, the By-Laws may be only by a motion, in writing on the official WHOA By-Law Submission Form specifying Article, Section, Subsection to be referenced, shall be sent to the Secretary of the WHOA 30 days prior to the annual meeting date. All motions to change or amend the By-Laws will be distributed to each WHOA Board Member and posted electronically on the WHOA website 15 days prior to the annual meeting.

The motion will be referred to the Board of Directors of the WHOA, which shall consider the motions submitted to it, and take such action as may be appropriate in preparing the motion for action on the floor at the annual meeting. The motion shall then be presented to the membership at the annual meeting.

Section 2 – Adoption

The motion shall be presented at the annual meeting. After discussion at the meeting, a vote of two-thirds (2/3) of the eligible voters present shall be required to adopt the amendment.

Section 3 – Amendments Not Requiring General Membership Approval

Changes to the By-Laws necessary to coincide with the rules and regulations of USA Hockey or other affiliate member shall automatically be incorporated into the WHOA By-Laws. Such changes do not require approval from the general membership.

Article X – Appeals

Only appeals in writing to the WHOA Board of Directors by any member will be considered. Appeals can only be made after an appeal has been acted on within its local jurisdiction and a decision has been rendered. Appeals should be directed to the President of the WHOA or in his/her absence, to the WHOA Vice President. All decision of the WHOA shall be final except if overruled by USA Hockey or WAHA.

Article XI – Miscellaneous

Section 1 – USA Hockey Suspensions

Any member suspended by USA Hockey shall automatically be suspended by WHOA until such suspension is lifted by USA Hockey.

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Section 2 – Non-Discriminatory Statement

This organization and no affiliated organization shall discriminate against any organization or person on the basis of race, color, religion (creed), gender, gender identity or expression, age, national origin (ancestry), disability, marital status, sexual orientation, military status, genetic information, or any other characteristic protected by law, in any of its activities or operations.

Article XII - Parliamentarian

The Secretary shall act as Parliamentarian at all meetings and the WHOA shall follow Robert's Rules of Order.