

NORTH DAKOTA AMATEUR HOCKEY ASSOCIATION
AMENDED AND RESTATED
ARTICLES OF INCORPORATION

1874-27P

THE NORTH DAKOTA AMATEUR HOCKEY ASSOCIATION, a nonprofit corporation subject to the provisions of Chapter 10-24, North Dakota Century Code, does restate and amend its Articles of Incorporation in the following manner.

ARTICLE I The name of the corporation shall be NORTH DAKOTA AMATEUR HOCKEY ASSOCIATION, and the location of the principal office of the corporation shall be the Park Board Office, Grand Forks, North Dakota.

ARTICLE II The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

ARTICLE III The Corporation shall encourage and improve the standard of ice hockey in the North Dakota area; establish and regulate ice hockey leagues; conduct and regulate ice hockey tournaments; associate with other ice hockey associations; and to do any and all acts necessary or desirable in the furtherance of the foregoing purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV The corporation shall have perpetual existence.

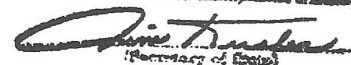
ARTICLE V The corporation shall have no capital stock.

ARTICLE VI No part of this property of income of the corporation shall inure to the benefit of or be distributable to its members, directors, trustee, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the declarations set forth in Article III here of. No substantial part of the activities of the corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution to, any candidate for public office). Notwithstanding any other provisions of these articles, the corporation 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 of 1986 (or corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (C)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized exclusively for such purposes.

Attorney No. 408
Date 8-17-89

-Articles--1-


(Secretary of State)

(By Deputy)

ARTICLE VIII Neither the members, directors, trustees or officers of the corporation shall be personally liable for any obligation of the corporation of any nature whatsoever, nor shall any of the property of any member or officer of the corporation be subject to payment of obligations of the corporation to any extent whatsoever.

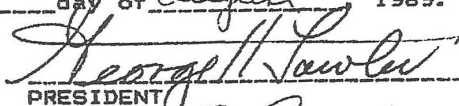
ARTICLE IX The qualifications and conditions of membership, the limitation, if any, upon the number of members, and the conditions of termination of membership shall be provided for in the Bylaws. Annual dues required to be paid by members shall be in the amount as shall be determined by the Board of Directors. The amount of dues need not be uniform as to all members, provided the amount required of each member is determined upon a uniform basis. The Board of Directors in determining such basis may take into consideration the number of teams in the member league, and whether or not the member teams play to a paid gate. Members may be required to pay an addition to annual dues in assessment based upon a percentage of gate receipts of member teams, as may from time to time be provided for in the Bylaws.


ARTICLE X The management of the corporation shall be vested in a Board of Directors. The terms of office, qualifications and method by which they shall be appointed shall be fixed by the bylaws and may be altered by amending the bylaws. The "Registered Agent", when required by Law, shall be the Secretary of the corporation as elected by its Directors.

ARTICLE XI The "Registered Agent" of the Corporation shall be:
Lloyd Armstrong
221 26th Avenue North
Fargo, North Dakota 58102

ARTICLE XII These Articles of Incorporation may be amended by the Board of Directors upon receiving a two-thirds (2/3) vote of the Directors entitled to vote on the proposed amendment as provided by the By-Laws. Notice of the meeting and of the proposed amendment must be given at least twenty-eight (28) days prior to voting on the amendment. We do hereby further certify that the foregoing Amendment to the Articles of Incorporation has been duly adopted in accordance with the law.

IN WITNESS WHEREOF, we have hereunto subscribed our names as the President and Secretary, respectively, of the North Dakota Amateur Hockey Association hereto, all as of the 9th day of August, 1989.



PRESIDENT


SECRETARY

ARTICLES OF INCORPORATION

The undersigned do hereby associate themselves together for the purpose of forming a corporation under the provisions of North Dakota Statute, Chapter 10-02, and to that end have adopted, signed and acknowledged the following articles of Incorporation:

ARTICLE I

The name of the corporation shall be North Dakota Amateur Hockey Association.

ARTICLE II

The purposes of the corporation are:

- A. To encourage and improve the standard of ice hockey in the North Dakota area.
- B. To conduct ice hockey tournaments and to select representative teams to other tournaments.
- C. To associate with other ice hockey associations.
- D. To do any and all acts necessary or desirable in the furtherance of the foregoing purposes.

ARTICLE III

The location of the principal office of the corporation shall be Park Board Office, City Hall building, Grand Forks, North Dakota.

ARTICLE IV

The corporation shall have perpetual succession.

ARTICLE V

The members of the corporation shall be composed solely of organized amateur ice hockey leagues all, or a majority whose member teams are North Dakota teams.

ARTICLE VI

The corporation shall have no capital stock, and shall not be conducted for pecuniary profit. Annual dues required to be paid by each member shall be in such amount of not less than one or more than one hundred dollars (\$100.00) as shall be determined by the Board of Directors. The amount of dues not be uniform as to all members, provided that the amount required of each member is determined upon a uniform basis. The Board of Directors in determining such basis may take into consideration the number of teams in a member league, and whether or not the member teams play to a paid gate. Members may be required to pay in addition to annual dues an assessment based upon a percentage of gate receipts of members teams, not to exceed two per cent (2%) of such receipts.

ARTICLE VII

The affairs of the corporation shall be managed by a Board of Directors comprised of one representative selected by each member league. The term of office of each director shall be determined by the member league electing him. The annual meeting of the Board of Directors shall be held on the 4th Sunday in August of each year. Special meetings may be called by the President of the corporation at any time and shall be called by him upon written request of not fewer than one third of all members of the Board of Directors.

ARTICLE VIII

The officers of the corporation shall be a President, 1st Vice President, 2nd Vice President and Secretary-Treasurer and they shall be elected by the Board of Directors at the annual meeting to serve one year and until the election and qualification of their respective successors. Until the first annual meeting of the Board of Directors, the officers shall be:

President - - - - - Homer Abbott
 1st Vice President - - - - - Bill Jerome
 2nd Vice President - - - - - Loyd Armstrong
 Secretary Treasurer - - - - - Milford Graham

ARTICLES IX

The names and place of residents of the persons forming this corporation and who shall serve as the First Board of Directors of the Corporation are:

Homer Abbott - President - Grand Forks, North Dakota
 Bill Jerome - 1st Vice President - Devils Lake, North Dakota
 Lloyd Armstrong - 2nd Vice President - Fargo, North Dakota
 Milford Graham - Secretary Treasurer - Devils Lake, North Dakota
 Charles Stone - Williston, North Dakota
 Leon Potter, Grand Forks, North Dakota

ARTICLES X

These articles may be amended by the Board of Directors at any meeting thereof, providing that not less than eight days written notice of such proposed amendments shall have been given to each director.

IN WITNESS THEREOF, the undersigned have hereunto set their hands this _____ day of _____.

BY - LAWS

ARTICLES I - MEMBERSHIP

1. All member leagues and teams of the NDAHA must be members in good standing of the AHAUS.
2. Each league shall file with the NDAHA Secretary of a copy of its by-laws, certified to by its members, President and Secretary, immediately after adoption by the league.

ARTICLES II - REGISTRATION AND ELIGIBILITY

1. The combined registration fee for the NDAHA and the AHAUS shall be:
 - a) \$10.00 per team for teams playing to a paid gate (teams which take up a collection or 'pass the hat' shall not be construed as playing paid gate).
 - b) \$2.00 for all other teams.
 - c) The registration fee shall be sent promptly before the first game of the season to the Secretary-Treasurer of NDAHA, Milford Graham, Devils Lake, North Dakota, who will forward one-half of total combined fee to the Treasurer of the AHAUS, P.E.M. Thompson, 2309 Boardwalk, Atlantic City, New Jersey.
 - d) Outstate and Canadian teams playing in leagues under the jurisdiction of the NDAHA shall comply with all regulations of Articles 2, Section 1.
2. All teams shall pay 2% of their gross gate receipts after taxes (regardless of whether or not the revenue is derived from ticket sales, a collection or passing the hat) to the Treasurer of the AHAUS.
3. All players must be registered with the AHAUS on or before January 20th, of the playing season. Registration can be sent to Milford Graham, Devils Lake, North Dakota who in turn will send the registrations to the National Registrar.
4. No player shall be registered with two or more NDAHA or AHAUS teams at the same time, regardless of league classification. Any team using a player registered with another AHAUS or NDAHA team (except as provided in Article 2 Section 6) shall be declared ineligible for the state tournament, except as provided in Section 7 of the Pee Wee Rules and Regulations.
5. No member of the NDAHA may play any team outlawed by the AHAUS or any team playing players outlawed by the AHAUS.

ARTICLE V - APPEALS

1. Any team of a member league may appeal a disputed case to the Board of Directors of the Association only after it has had a hearing and a decision rendered, or refused a hearing within its own league. All decisions of the Board of Directors shall be final except if overruled by the AHAUS.
2. No protest involving league games may be submitted to the Board of Directors for arbitration after State Tournament play has begun.
3. Only two representatives of each team making an appeal, in addition to two league officials, shall be permitted to appear before the Board of Directors.

ARTICLE IV - QUORUM

1. A majority of the Directors present shall constitute a quorum at any regularly called meeting.

ARTICLE V - CLASSIFICATION

1. A reinstated amateur is a player who played professional hockey and signed a professional contract in a recognized professional league but has not participated in a professional league game for two full seasons. (i.e. a player who played professional hockey during the 1949-50 season would not be eligible for reinstatement until the 1952-53 season.)

ARTICLE VI - State

1. The State Tournament shall be under the supervision of the Officers of the North Dakota Amateur Hockey Association.
2. The Officers, in all matters pertaining to State Tournament play, have the power to adjust matters at any time which seems to be in the best interest of hockey.
3. Any violation of the Constitution, by laws, or regulations of the association, or decisions of the Officers of the Board of Directors by any member of the Association shall render such member liable to suspension by a two-thirds vote of the Board of Directors until the next annual meeting or special meeting, and to expulsion at that meeting.
4. As soon as possible after the closed of the playing season each league shall send such information as is needed for publication in the AHAUS Hockey Guide to the Secretary Treasurer of the NDAHA. This information shall include final standing, individual scoring, and penalty statistics, pictures of championship team and runners up, list of officers, etc.

ARTICLE VII FEE WEE RULES AND REGULATIONS

1. TEAM REGISTRATION - Teams must be registered with both the NDAHA and AHAUS on or before January 10th. The combined AHAUS and NDAHA fee is \$2.00 per team. The fee must be in the hands of Milford Graham, Devils Lake, North Dakota by January 10th.
2. Player Registration - All players registered and participating in the regional and State tournaments must be registered, on player forms, on or before February 15th. After receiving the team fee, individual player forms will be sent to the team.
3. Age - Restricted to U. S. Citizens only; and limited to amateurs who are under 15 (fifteen) years of age on November 1st of the season in which they wish to play.
4. PLAYING RULES - Intercollegiate (Scolastic) rules will be used, Periods will consist of 12 minutes of actual playing time.
5. NUMBER OF PLAYERS - Twenty (20) players may be registered/ Only fifteen (15) may be listed and dressed for regional and state tournament play.
6. CITY LEAGUES - Where a league exists within a city, the team representing the city may be formed of players from any of the league teams, providing all the teams and players are properly registered by the above dates, and the fifteen (15) man squad to represent the city in regional and state tournament play is declared by the above date February 15, 19__.

7. SANCTION - In a community where Pee Wee Hockey is a part of the community's program, written permission must be obtained from the Recreation Department before a team from that community can represent the City in regional or state tournament play.
8. UNIFORMS - All teams in state tournament play shall be properly uniformed. It is strongly recommended that teams use helmets.
9. BIRTH CERTIFICATES - Players must have their birth certificates or baptismal records proving date of birth with them.
10. INELIGIBLE PLAYERS - The playing of an ineligible player automatically disqualifies the entire team on which he played.