



**BYLAWS OF THE
FLORIDA EVERBLADES FAN CLUB, INC.
(A Florida Not-For-Profit Corporation)**

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MISSION STATEMENT

We, the members of the Florida Everblades Fan Club are committed to act, in a professional manner, as a booster organization in supporting ALL efforts for the promotion of professional hockey in Southwest Florida. The objectives of the Fan Club are to have fun along with providing a forum for hockey enthusiasts to exchange ideas and opportunities to enjoy the game of hockey and to provide support for the members of The Florida Everblades hockey team and their families.



ARTICLE 1. NAME

The name of the organization shall be the FLORIDA EVERBLADES FAN CLUB, INC. It shall be referred to herein as the Everblades Fan Club.

ARTICLE 2. OFFICES

The principal office of the Corporation shall be in the state of Florida. The Corporation shall designate a registered office in accordance with Florida law and shall maintain it continuously. The corporation may have offices at such other places within and without the State of Florida as the Officers may from time to time determine.

ARTICLE 3. NON-PROFIT OPERATION

The Corporation will not have or issue shares of stock. No dividends will be paid. No part of the income or assets of the Corporation will be distributed to its members, Directors or Officers without full considerations (i.e. Receipts for reimbursement or prior board approval for expense). No member of the Corporation has any vested right, interest or privilege in or to the assets, property, function, or activities of the Corporation. The Corporation may contract in due course with its members, and Officers, without violating this provision.

ARTICLE 4. MEMBERSHIP

Section 1. Qualifications: Membership in the corporation is open to any person, interested in enjoyment of professional ice hockey, subject to the terms and conditions as determined by the Board of Directors.

Section 2. Manner of Admission: An application for membership, or a renewal of membership, must be completed in writing and submitted to the Membership Chair.

Section 3. Membership Types: There shall be three (3) types of memberships:

- A. Family – Includes; husband, wife (or 2 adults) and unmarried student children to age 23, dependents to include the handicapped residing under the same roof with the same mailing address.
- B. Individual - Includes one individual at one address and must be at least eighteen (18) years of age.
- C. Honorary - Includes any individual or business establishment acknowledged by their significantly valuable contribution to the support of the Corporation. All Honorary memberships are based on approval of the Board of Directors.

Section 4. Member in Good Standing Definition: Member in good standing is defined as one who has paid dues in full, has no outstanding financial obligations to the Club, and agrees to uphold the By Laws of the Corporation.

Section 5. Membership Privilege: Only members in good standing may attend club meetings and club functions. All functions shall be restricted to members only and the number of tickets purchased by a member shall relate to the type of membership he/she holds.

A. Family membership - includes availability for the purchase of tickets for the immediate family members as listed in Article 4, section 3. If the member is a single parent, an additional ticket may be purchased for a guest.

B. Individual membership - includes availability for the purchase of tickets for the individual member and a guest.

C. Honorary membership - such memberships may attend by invitation from the Corporation only. The quantity will be based on Board approval.

Section 6. Termination of Membership: Membership may be terminated by any of the following methods:

A. Voluntary written resignation addressed to any Board member.

B. Failure to pay the annual dues as set forth in Article 6 Section 1.

C. Expulsion from the Everblades Fan Club as set forth in Article 10 Section 1.C.

Section 7. Committee Authority: If a situation arises which is governed by an existing or special committee, members are responsible for contacting the committee chairperson of that committee rather than dealing with the situation themselves. If the member does not receive a response from the committee chairperson within forty-eight (48) hours, the member shall contact any board member for assistance.

Section 8. Annual Meeting: The purpose of the annual meeting of Members is to elect the Officers and Members-at-Large and to transact such other matters as may properly come before the Members. The annual meeting of the Members of the Corporation shall be held at the times and places designated by the board of Directors of the Corporation. The annual meeting of Members for any year shall be held no later than June 30th of each year. However, failure to hold a timely annual meeting shall in no way affect the terms of Officers or the validity of action of the Corporation. Special meetings of the membership shall be called by the President upon written request of twelve (12) members of the Corporation. Written notice shall be mailed at least seven (7) days prior.

Section 9. Voting: Each individual membership in good standing shall be entitled to one (1) vote and each family membership shall be entitled to two (2) votes, if both present are over age eighteen (18), at any meeting of the Corporation at which he/she is present. Absentee voting will be permitted for elections only as stated in Article 5 Section 1.

Section 10. Quorum: A quorum at any meeting of the Corporation will consist of all members present at said meeting. A simple majority vote of such a quorum will decide any proper questions that may come before the meeting. Elections will also be decided by a simple majority vote of members present and valid absentee ballots collected.

Section 11. In the event that a current Board Officer cannot fulfill his or her elected term of office, a current Board Member at Large shall be appointed by the Board to complete the term. A club member in good standing shall be appointed by the Board to fill the remaining term of the board member at large accepting the Board Officer position. If a board member at large cannot accept position one will elected from nominations of the current members in good standing.

Section 12. In event that a Board Officer position is added in during the current term of the remainder of the Board the newly elected Board Officer term will coincide with the term of the Current Board Officers.

ARTICLE 5. OFFICERS

Section 1. Nominations: Nominations for Officers and Board Members-at-Large will open on Mar 1 and close on April 1 of the current year. All absentee ballots mailed must be return postmarked no later than May 1 of the same year. Elections will held for all individuals nominated at the General Membership May meeting of the same year.

Section 2. Qualifications: The following are the qualifications for holding an elected position in the Florida Everblades Fan Club. To be elected to a board officer position 2 consecutive years active membership and attendance at a minimum of 10 general membership meetings during that same 2 year period. To be elected as a member-at-large 1 year active membership and attendance of 5 meetings within that same year. Any person accepting a nomination for a different elected position must resign their current position at the time nominations are closed. No officer or member-at-large shall be related to another by blood or marriage.

Section3. Officers: The Officers, except immediate Past President, of this Corporation will be elected by the members in good standing. There will be a President, 1st Vice-President, 2nd Vice-President, Recording Secretary, Corresponding Secretary and Treasurer. The President, 1st & 2nd Vice-President, Recording Secretary, Corresponding Secretary and Treasurer (Officers of the Corporation) will be elected during the even numbered years. The board members-at-large will be elected during the odd numbered years. All officers and board member will be elected for a two (2) year term. All officers will serve as a Director on the Board of Directors

Section 4. President: The President will preside at all meetings, will have general supervision of the affairs of the Corporation, will sign or countersign all contracts and other instruments of the Corporation, and perform all such other duties as are incident to the office or are properly required of the office by the membership. The President will appoint committee chairpersons Audit, Bylaws and Grievance Committee Chairs. All others will be on a voluntary basis.

Section 5. Vice-President: 1st & 2nd Vice-President: The 1st & 2nd Vice-President (in that order) will exercise all functions of the office of President in the absence of the President. The 1st & 2nd Vice-President will serve as supervisor of all committee chairpersons as appointed by the President. The 1st & 2nd Vice-President will also serve as executive assistant to the President; provide support, assistance and guidance to the various committees and special projects, be liaison with other Booster Associations performing such duties as directed by the President in the course of exercising duties of the office.

Section 6. Recording Secretary: The Recording Secretary will issue notices as may be required for all meetings of the Corporation, will keep the minutes, will sign with the President such instruments that require such signature, and make such reports and perform such other duties as are incident to this office and are properly required

Section 7. Corresponding Secretary: The Corresponding Secretary shall conduct the general correspondence of the club, keep an accurate list of memberships (with coordination with the Membership Chair) and perform other duties as pertain to the office.

Section 8. Treasurer: The Treasurer will have the custody of all the funds and securities of the Corporation and deposit same in the name of the Corporation in such bank or banks as directed. The Treasurer will sign all checks, drafts, notes and orders for the payment of money; which will be countersigned by the President. The Treasurer shall report the financial condition of the Corporation at each regularly scheduled monthly or called meeting. The books will, at all times, be available for exhibition to any member of the Board of Directors.

A yearly audit shall be performed by the Audit Committee, comprise of Treasurer, 1 Member-at-Large and 2 active members in good standing. The audit shall be completed prior to October 1 of the current fiscal year. An outside audit completed by a CPA shall be at the request and approval of the Board of Directors.

Section 9. Front Office Representative: A Front Office Representative will not be an elected position. This position will be assigned by the Florida Everblades Organization. The representative shall be present at meetings when possible.

Section 10. Immediate Past-President: The Immediate Past-President will provide continuity to the Board for a period of 6 months from the induction of the new board.

Section 11. Members-at-Large: Current members of the Fan Club will be elected as board members to assist and chair standing committees. The number of board members at large can be up to but not to exceed 10 people. The members at large will report to the 1st or 2nd Vice President or President of the Board of Directors.

Section 12. Any member of the Board of Directors may temporarily suspend a member for improper conduct, or a violation of the bylaws of the Everblades Fan Club. The Board of Directors will investigate the alleged violation and at the next board meeting present the case. A determination as voted on by two thirds (2/3) of the entire Board of Directors and Members-at-Large as to whether the suspension should be terminated, set for a specific period of time or if said member should be expelled permanently from the Everblades Fan Club.

ARTICLE 6. DUES

The annual dues will be decided upon, by a 2/3 majority vote, at the first board meeting under the new administration.

Section 1. All membership dues are to be current by October 1st. Members not up to date by the October membership meeting, October 15th, or the first official membership club function (whichever

comes first) shall have membership privileges terminated until said dues are paid.

Section 2. New members joining after February 1st may be offered membership dues at half the membership cost for the balance of the current season.

ARTICLE 7. COMMITTEES

The President shall appoint committees as deemed necessary to achieve the goals of the Corporation, A sample of such committees are:

Membership	Hospitality	Publicity	Bylaws	Audit
Website	Road Supplies	Special Events	Newsletter	Grievance

The specific committee functions and responsibilities will be available upon request to the Recording Secretary.

ARTICLE 8. FISCAL YEAR

The fiscal year of the Corporation shall be the July 1 – June 30 and deemed as the taxable year of the Corporation for Federal Income Tax purposes

ARTICLE 9. DISSOLUTION

Section1. The Florida Everblades Organization reserves the right to dissemble the Everblades Fan Club at any time without prior notice. If for any reason the existing Board of Directors chooses to resign their positions before their current term has expired a special meeting shall be called of the general membership to elect new board members or to dissolve the club.

Section 2 - Disposition of Funds Should the club be dissembled, all moneys of the Everblades Fan Club will be donated to a designated 501(c) f3) charity, as determined by the currently presiding Board and voted on by the general membership.

ARTICLE 10. CODE OF CONDUCT

Section 1. Guidelines

A. To ensure that the Everblades Fan Club remains a fun, relaxed, and respectful organization, the following Code of Conduct will apply to all members at all times. The Everblades Fan Club understands that members' opinions can vary to a high degree and encourages any point of view to be freely expressed by anyone. However slander, acts of malicious intent, physical threats, and bounding, unreasonable intrusion into someone's personal space, libel, or any other type of defamation of character will NOT be tolerated AT ANY TIME and can be grounds for expulsion from the Everblades Fan Club. In particular, these rules apply toward: Fellow Fan members, Hockey

players, Guest speakers, Hockey organizations and personnel, Other Hockey Booster and Fan Clubs and Media.

B. Communications on Behalf of the Everblades Fan Club. No member may use or refer to the Everblades Fan Club in expressing his/her opinion in any written or oral form unless prior approval has been given by the Board of Directors

C. Enforcement: Any conduct that could jeopardize the Everblades Fan Club existence, non-profit status, or is contrary to the Everblades Fan Club Mission Statement and bylaws can be grounds for expulsion from the Everblades Fan Club.

Section 2. Actions

A. Officers: Any officer may be impeached for improper conduct or conduct prejudicial to the welfare of the Everblades Fan Club. The Front Office Representative shall present the impeachment proceedings to the Board of Directors, who will make a determination as to the retention or removal of the officer.

B. Membership: As an Everblades Fan Club member it is each individual's duty to recognize that he or she is a representative of the Everblades Fan Club, and it is also each individual's responsibility to project a favorable image in order not to discredit the Everblades Fan Club or the Florida Everblades organization. Should this "Code of Conduct" be disregarded by anyone, action will be taken by the Board of Directors (see Article V, Section 9) and their recommendation will be voted upon by the general membership.

ARTICLE 11. INDEMNIFICATION

The Corporation shall indemnify each Officer, including former Officers, to the full extent permitted by the Florida General Corporation Act and the Florida Not for Profit Corporation Act.

ARTICLE 12. AMENDMENTS

Any recommendations concerning changes to the bylaws will be delivered to the Recording Secretary in writing. These recommendations will then be turned over to the Bylaws Committee Chair (when appointed) at the March Membership meeting. Any changes recommended by the committee will be brought to the Board by the May Board meeting. Altered, amended or new Bylaws which are adopted by the Officers must have 2/3 majority approval by the members voted on at the June Membership meeting.

ARTICLE 13. PROCEDURES

The proceedings of the club shall be governed 1st by the club's by-laws, 2nd any standing rules and 3rd according to the latest rules of Robert's Rules of Order as revised.

REVISION 2

EFFECTIVE September 27, 2006