

BY-LAWS OF THE PHOENIX ROADRUNNERS BOOSTER CLUB

ARTICLE I Name and Location

The name of this organization is the PHOENIX ROADRUNNERS BOOSTER CLUB (hereinafter referred to as "CLUB"). The Club is a recognized Arizona Corporation located at 3003 N. Central Avenue, Suite 1450, Phoenix, Arizona 85012.

ARTICLE II Purpose

SECTION I: To develop and promote good fellowship among hockey fans.

SECTION II: To encourage, support and promote minor league hockey in the Phoenix area.

SECTION III: To promote and develop good sportsmanship together with the knowledge and interest in hockey.

SECTION IV: To promote and cultivate, among its members and others, participation in hockey and charitable activities.

ARTICLE III Membership

SECTION I: Membership in this organization shall be open to any person interested in the sport of hockey. Lifetime membership shall be granted at the sole discretion of the Board of Directors and shall include full regular membership privileges without paying dues.

SECTION II: There are two (2) types of members in the Club: 1) Active and voting members, determined by the payment of dues; and 2) Lifetime.

SECTION III: Active membership in this organization shall be granted to persons upon receipt of the application. Final acceptance as a member is contingent upon payment of the membership dues. Dues are set forth in **Article IV** below.

SECTION IV: Membership in this organization may be either for an individual adult or a family group. A family group shall include father and/or mother and all common or adopted children of the parent(s) under the age of 18 residing at the same address. At age 18, an individual can be considered as part of a family membership without voting rights or can be an individual member with voting rights. All related persons living at the same address will be entitled to a maximum of two (2) votes.

SECTION V: The membership period shall commence on November 1st and expire on October 31st.

ARTICLE IV

Dues

SECTION I: An increase or decrease of dues will be determined by the Board of Directors and approved by a 2/3 vote of the members present at a regularly scheduled general meeting.

SECTION II: Annual membership dues shall be reviewed each membership year by the Board of Directors.

ARTICLE V

Meetings

SECTION I: The organization shall meet no less than once each month during the course of the hockey season for a business and/or social meeting.

SECTION II: Special meetings of the organization may be called by the President, or by the Secretary upon request of any five (5) members in good standing.

SECTION III: 'Roberts Rules of Order, Newly Revised' shall be the Parliamentary Authority on all matters not covered by the By-laws of the organization.

SECTION IV: Any officer or Director who shall be absent for three (3) or more meetings or activities, in any current hockey season shall be subject to removal by a two-thirds (2/3) vote of the attending membership. Any office so vacated shall be filled by decision of the remaining officers.

SECTION V: Each member shall be entitled to one (1) vote at any and all elections and meetings of the organization, family memberships are entitled to two (2) votes,

SECTION VI: Current By-laws are available to members.

ARTICLE VI

Officers and Board of Directors

SECTION I: The elected officers of the organization, all of whom will be members of the Board of Directors, shall be the President, Vice President, Secretary and Treasurer.

SECTION II: The Board of Directors will consist of the officers along with five (5) elected members at large.

ARTICLE VII

Qualifications and Duties of Officers and Directors

SECTION I: All officers will be non-related adults active voting members, must be member in good standing for at least one (1) year previously and must have attended a minimum of two (2) meetings of the last seven (7) scheduled meetings of the previous hockey season. All Directors will be required to meet the same qualifications.

SECTION II: The President shall preside at all meetings and shall perform all the duties incident to that office. The President shall appoint such committees and assistants as may be

deemed necessary. The President shall also serve as a member ex officio on all committees. (See **Article XV** 'Committees/Appointments')

SECTION III: In the absence of the President, the Vice President shall preside at meetings of the Board of Directors and the general meeting. The Vice President shall perform other duties as assigned by the President.

SECTION IV: The Secretary shall keep the minutes of all meetings of the organization. The Secretary shall read to the membership all correspondence and shall answer such correspondence as authorized by the President. The Secretary shall keep current membership list, attendance record and record of the Club property.

SECTION V: The Treasurer shall keep a record and have charge and custody of all Club funds. The Treasurer shall report to the general membership the financial affairs of the organization and upon all Club funds coming into his/her possession. The Treasurer shall deliver all such funds and records to his/her successor at the first meeting of the new term of office. The Treasurer will be responsible for having the financial records of the organization audited annually after the election of new officers or by the audit committee. All monies of the organization shall be handled by the Treasurer and deposited in a financial institution. The President shall see that the duties of the Treasurer are performed in the absence of the latter.

SECTION VI: The Board of Directors shall determine courses of action to take in matters concerning finances, policy, membership, By-laws and such other matters as might be deemed appropriate.

ARTICLE VIII

Conduct

SECTION I: Each member shall be required to abide by all Club rules and regulations at all games and Club functions, and shall set a good example for all hockey fans. As a Club member, it is each person's duty to recognize that he/she is a representative of the Phoenix Roadrunners Booster Club, and it is also each individual's responsibility to project a favorable image in order not to discredit the Club or the Phoenix Roadrunners team and organization. Should the 'Code of Conduct' be disregarded by anyone, action by the Board of Directors will be taken and their recommendation will be voted by the general membership.

SECTION II: Any elected officer or director of the Board of Directors may be removed from office for:

Holding an elected or appointed office in any other like related professional club or organization.

Conduct that could be construed as detrimental to the Club.

Misappropriation of Club funds and/or property.

SECTION III: An appeal may be made by the charged party to the general membership at the next regularly scheduled meeting.

ARTICLE IX

Resignations

Any officer or member of the Board of Directors may resign by submitting such resignation in writing to the President of the Board of Directors. Upon any such resignation, the officer or member so resigning shall immediately return any and all property of the Club to the President, which said officer or member possesses or controls. Failure to do so, may give the Board authority to seek reimbursement or compensation for the fair market value of any such item or property not returned or accounted for and directly from the officer or member of the Board so resigning. If liability or wrongdoing is established against said resigning officer or member, legal action may be taken to reimburse the Club at the expense of resigning officer or member.

ARTICLE X

Vacancies

The President is authorized and shall fill any vacancies that should occur for any reason. The President shall fill such vacancies from the list of previously nominated individuals made by the general membership based on the individual with the next highest amount of votes from the election held at the general membership meeting.

ARTICLE XI

Elections

SECTION I: Nominations-The names of all qualified candidates will be published in the summer newsletter prior to the September general membership meeting. Nominations will be taken from the floor at the said meeting.

SECTION II: Election Procedures- Once nominations for officers are closed a vote will be taken by secret ballot. These ballots are to be counted as set forth in **Article XI, Section III**. Once the ballots have been counted and verified, the results of the election will be announced. Any person not elected as an officer is now eligible to run for the remaining positions on the Board of Directors. Once nominations are closed for the remaining positions on the Board of Directors, a vote will be taken by secret ballot. These ballots are to be counted as set forth in **Article XI, Section III**. Once the ballots have been counted and verified, the results shall be announced. The results of the entire election process shall be posted in the next newsletter.

SECTION III: Elections- Election for Officers and Board of Directors shall occur during the annual general membership meeting to be held in October of each year. The elections shall be held by secret ballot. (See **Article V-Section V** for voting rights).

The ballots shall be counted by one (1) Board of Director member and a minimum of three (3) general members not on the slate of candidates. Each member of this counting committee shall individually count each ballot and tally the votes on separate blank tally sheet and initial the same upon completion. These tally sheets shall then be compared and if in agreement shall then be signed by each counting committee member and the chairperson and the results shall become official. If these tally sheets are not in conformity, there shall be recounts until agreement and uniformity is attained. All ballots and the tally sheets shall be preserved and maintained by the Secretary for a minimum of one (1) year.

SECTION IV: Absentee Ballots- Each Club member meeting voting requirements may obtain an absentee ballot from the Secretary. These must be obtained in person and signed for. Ballots will be returned to the Secretary, who will in turn seal them and submit them to the counting committee.

SECTION V: Term of Office- The term of elected Officers & Board of Directors shall begin at the conclusion of the first general board meeting after the elections and end after the election of the next year's Officers and Board of Directors. There shall be no limit to the number of terms served by any Officer or Director.

ARTICLE XII

Club Property

Use of Club property shall be at the discretion of the Board of Directors.

ARTICLE XIII

Club Expenditures

SECTION I: The Board of Directors may authorize expenditures for the welfare of the Club without prior approval of the Club membership.

SECTION II: Emergency expenditures of funds of the Club which have not been approved at a general membership meeting previously, upon application to the President and approval by the Board of Directors, may be satisfied in amounts not to exceed Five Hundred Dollars (\$500.00). Expenditures of any funds not so approved by the Board of Directors, or in excess of this amount, are not authorized and shall be improper and subject to reimbursement or 'recapture' from the individual(s) expending said funds without the proper authorization and approval, of the Board of Directors.

SECTION III: The signatures of at least two (2) officers of the Board of Directors are required on each withdrawal form or check written against the Club's bank account. The payee and signatory cannot be one in the same.

ARTICLE XIV

Amendments

The Club By-laws may be amended at any time during the year. Any member wishing to introduce an amendment must notify the Club Secretary in writing. Said amendment will be published in the newsletter and discussed and voted upon at the next regularly scheduled general meeting. All amendments must be passed by a two-thirds (2/3) vote of the membership present.

ARTICLE XV

Committees/Appointments

SECTION I: The following committees will be appointed by the President to run for the

term of the hockey season:

a: SERGEANT AT ARMS

This position will be appointed by the President.

b: BUDGET COMMITTEE

This committee shall consist of not more than five (5) members of the Board of Directors and shall be chaired by the Treasurer. This committee's duties are to review and recommend approval or disapproval of the general operating budget of the Club.

c: AUDITING COMMITTEE

This committee shall consist of three (3) members. One (1) member shall be an officer of the Board of Directors; one (1) shall be a member of the Board of Directors, other than an officer; and one (1) shall be from the general membership. The outgoing Treasurer shall not serve on this committee. This committee shall conduct an audit within 30 days after election of new officers and submit its report to the full Board of Directors at its next regularly scheduled meeting.

d: OTHER COMMITTEES

These committees will be established by the President. These committees may include but not be limited to Banquet Committee, Picnic Committee, Special Event(s) Committee.

ARTICLE XVI

Miscellaneous Procedures

Procedures governing, but not limited to the following,; team sponsored fund raising, 50/50 drawing, program sales, general meeting raffle, meeting room host donations, complimentary game tickets, merchandise sales, player support items, can be obtained from the Secretary.

ARTICLE XVII

Dissolution

SECTION I: This Club shall not be dissolved so long as ten (10) or more members maintain their membership with the Club, or by vote of the general membership, if the supporting organization ceases to exist.

SECTION II: Upon the dissolution or winding up of the Club, its assets remaining after the payment of provision for payment of all debts and liabilities of the corporation shall be

distributed to non-profit hockey organization or other current league booster clubs.

These By-laws were approved at a general meeting of the PHOENIX ROADRUNNERS BOOSTER CLUB on April 3, 2007.

Andy Connors, President

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