

ATHENS HOCKEY BOOSTER ASSOCIATION, INC.
CONSTITUTION AND BYLAWS

**ARTICLE 1
GENERAL**

1.1 NAME AND PURPOSE

The name of the organization is the Athens Hockey Booster Association, hereafter referred to as (AHBA, or Club). The club may be familiarly referred to as the “Athens Rock Lobsters Booster Club” or as the “Claws Up Crew”.

The purpose of the Club is to promote and support the sport of ice hockey in Athens, Georgia, and the surrounding community through charitable, educational, and community-focused activities, including but not limited to supporting youth and amateur hockey, encouraging sportsmanship and community engagement, organizing volunteer and fundraising activities, and providing charitable support related to the Athens hockey community.

1.2 ORGANIZATION

The AHBA is a not-for-profit organization that shall be registered as a non-profit under the laws of the State of Georgia and the United States. The Club is organized pursuant to Section 501(c)(3) of the Internal Revenue Code, as amended, and shall operate exclusively for charitable and educational purposes.

1.3 NONDISCRIMINATION POLICY

The AHBA shall not discriminate in its policies governing membership or any activities conducted by the AHBA on the basis of race, age, sex, nationality, ethnic origin, sexual orientation, religious beliefs, disability, or any protected class as may be determined to exist under the laws of the United States and/or the State of Georgia.

ARTICLE 2 MEMBERSHIP

2.1 MEMBERSHIP AND DUES

2.1.1 Membership in the AHBA shall be open to anyone over the age of 18 who submits an application for said membership, pays the required membership dues, and acknowledges review of this Constitution, Bylaws, and the Code of Conduct herein. Family memberships are the only membership to include members under 18.

New members and renewing members must complete and sign a membership application and acknowledgment that they have reviewed and will abide by the Constitution, Bylaws, and Code of Conduct of the AHBA.

2.1.2 Membership dues are subject to change by a majority vote of a quorum present at a regularly scheduled AHBA meeting. Membership dues will be a standing agenda item at the May general membership meeting. If annual dues are changed, the change will take effect on July 1 and apply to all subsequent membership renewals. Membership dues shall be paid in full prior to any person being afforded the rights, privileges, and duties of AHBA membership.

2.2 TYPES OF MEMBERSHIP

2.2.1 Single Membership: A single membership may be extended to any one individual over the age of 18. The member receives one vote at meetings and in officer elections.

2.2.2 Family Membership: Family membership consists of no more than two related adults (18 and over) who reside in the same household and extends to any related children (17 and under) living in the same household. In the event of a disabled individual over the age of 18 living in the same household, the individual completing the membership application should contact the Secretary. The Secretary will coordinate with the Board for proper resolution and documentation. Each of the two adults in a family membership receives one vote each at meetings and in officer elections.

2.2.3 Honorary Membership: Leaders of supported hockey organizations may be granted honorary membership. This allows them to participate in member-only meetings and activities. Honorary memberships are appointed by the Board and do not carry voting rights or membership dues.

2.3 DURATION

The term of membership in the AHBA runs for one fiscal year, July 1 through June 30. Memberships are renewable annually. Memberships not renewed by November 1 of the new fiscal year will be removed from the membership list. New memberships and renewal dues will not be prorated during the fiscal year.

2.4 MEMBER VOTING RIGHTS

2.4.1 A single membership receives one vote at meetings and in officer elections.

2.4.2 Each of the two adults in a family membership receives one vote at meetings and in officer elections.

2.4.3 Only currently paid members in good standing may make a motion or vote. Guests or members who are delinquent in their dues may not make any motion, participate in the discussion of any motion or AHBA business, and may not cast any vote.

2.5 MEMBERSHIP, PRIVILEGES, AND DUTIES

2.5.1 Membership privileges include but are not limited to service as a AHBA Officer in the event all qualifications to hold such a position have been met prior to election, appointment to AHBA committees, participation in AHBA-sponsored events and fundraisers and the planning and execution thereof, participation in AHBA meetings, the right to obtain AHBA news and updates via email, postings on the AHBA social media, or other method of communication selected by the AHBA or its Officers, and participation in AHBA exclusive events, activities, or promotions which may be conducted by the AHBA or the AHBA in conjunction with supported hockey organizations, and any such other AHBA activities that may otherwise be designated by membership.

2.5.2 All persons admitted to membership in the AHBA shall endeavor to support the mission and functions of the AHBA and shall endeavor to actively participate in meetings, fundraisers, committees, and other activities of the AHBA. Members are asked to attend as many membership meetings and events as possible.

2.5.3 Members, including Officers, should commit shifts at the AHBA table during outreach events and should volunteer for committees, fundraisers, player meals, moving, and other activities as able.

2.5.4 Active members are members who are eligible to attend AHBA-only social events. An active member is one who has successfully volunteered at least one (1) time before January 1st and at least three (3) times during the hockey season for the AHBA table, fundraising activities, or hospitality duties.

2.6 RESIGNATION OF MEMBERSHIP

Any member may resign from the AHBA at any time by notifying any officer in writing. Membership shall be terminated immediately upon such notification, and the resigning member must return any property, tangible or intangible, in their possession that belongs to the AHBA. This includes, but is not limited to, office or other supplies, donated items, passwords or access codes, keys, tickets, and contact information for AHBA donors or sponsors. Membership dues are forfeited upon resignation, and no refunds will be given.

2.7 TERMINATION OF MEMBERSHIP

2.7.1 Any membership may be terminated by the executive board when it has been determined by the officers that a member's conduct has been detrimental to the AHBA, the member has otherwise violated the Code of Conduct or the spirit of the Bylaws set forth herein. Termination may occur as a result of an investigation by an Investigation Committee commenced after a complaint has been made in accordance with the provisions set forth in these Bylaws.

2.7.2 A family membership may be partially terminated if the Investigation Committee determines it is in the best interests of the club to permit the non-offending members under the family membership to continue in the AHBA. Such an exception may be made upon motion of an AHBA member in good standing at a regularly held membership meeting if the majority vote of the quorum present in favor of permitting the non-offending members to continue under the family membership.

2.7.3 In the event that a membership or a partial family membership is terminated under this clause, membership dues are forfeited, and no refunds will be given.

ARTICLE 3 MEETINGS AND QUORUMS

3.1 GENERAL

3.1.1 Meetings shall be held monthly during the hockey season, and additional monthly meetings may be held in the off-season as deemed necessary by the Officers in order to fulfill the continuing obligations of the AHBA, to complete actions from the previous season, and to prepare for the next season.

3.1.2 Board meetings shall be held approximately two (2) weeks prior to the regularly scheduled general membership meeting.

3.1.3 The Board has the authority to call a special meeting as deemed necessary.

3.1.4 Emergency meetings may be called by the President to address a specific and urgent need with 24 hours' notice. Only urgent business may be addressed at an Emergency Meeting.

3.1.5 Special meetings of the Board may take place via email for consideration for unscheduled or emergency matters. Such meetings may be called at any time by the President only. Action to be taken must be unanimously approved.

3.1.6 Meeting notices will be transmitted via email to the email address provided by the member on the membership application. Should members wish to add additional email addresses, they should notify the Secretary. No other meeting notifications may be required of the AHBA.

3.1.7 A copy of Board, general membership, or special meeting minutes and approved financial statements must be retained and available upon written request to any Board member by any member in good standing. Board meeting minutes may be redacted before being given to the member in good standing who requested them.

3.2 QUORUM

For the purposes of taking action upon motion at any AHBA meeting, a quorum shall consist of at least fifteen (15) percent of voting members in good standing who are present.

ARTICLE 4

OFFICERS, EXECUTIVE BOARD AND GOVERNING BODY

4.1 GENERAL

AHBA business will be conducted by the Executive Board (also known as "Board") consisting of five (5) members: President, Vice-President, Secretary, Treasurer, and Member-At-Large. The Board will execute the expressed wishes of the membership, direct policies and activities of the AHBA, and represent the AHBA in activities undertaken in cooperation with other booster clubs. The Board will have authority regarding events not covered by these Bylaws.

4.2 OFFICERS

4.2.1 President, Vice-President, Secretary, Treasurer, and Member-At-Large are the Officers of the AHBA. Together, said Officers make up the Board.

4.2.2 No elected or appointed Officer of the AHBA, no Committee Chairperson nor Committee Member, and no Member shall receive compensation for service in such office and shall not use the organization's name or any title hereof for his/her personal use or benefit.

4.3 QUALIFICATIONS

4.3.1 A candidate for any elected officer position must have been an active and participating member in good standing for the immediately preceding 12 months and must be at least 21 years of age. Additionally, candidates for any elected officer position must have attended at least half of the membership meetings during the 12-month period immediately preceding the election and should have actively participated in AHBA-sponsored events and activities. Members of the same family may not serve on the executive board at the same time.

4.3.2 In the event that the club has been in existence for less than 36 months, the qualifications listed in 4.3.1 are waived.

4.3.3 In order to continue to remain qualified, all Officers must attend the majority of membership meetings and should actively participate in AHBA-sponsored events and activities.

4.4 TERMS OF OFFICE

4.4.1 The term of an elected Officer shall begin on July 1 and continue for a

twenty-four (24)-month period to conclude on June 30 of the second following year. The term duration is two (2) years.

4.4.2 Upon the conclusion of an Officer's term due to resignation, impeachment, or completion, the Officer must immediately return all AHBA property, tangible or intangible, to the succeeding Officer or another current Board member. This includes but is not limited to all AHBA records, office and other supplies, donated items, keys, passwords and access codes, account information, and the identity and contact information for AHBA sponsors or associates.

4.5 DUTIES AND RESPONSIBILITIES

4.5.1 President: The President shall:

A. Attend, and preside over all regular, special, and emergency membership meetings, and shall direct the Secretary to provide appropriate notice to membership of all such meetings.

B. Assign duties and responsibilities to executive board members, including committee oversight in order to support the stated goals of AHBA. Areas of oversight include: fundraising, membership, community outreach, ARLH housing, meals, and travel.

C. Create special committees of the AHBA and appoint and remove Chair(s) of all standing and special committees.

D. Serve as the AHBA primary point of contact and liaison for the players, staff members, coaches, or owners supported hockey organizations

4.5.2 Vice-President: The Vice President shall:

A. Act in support of the President and shall assume the duties of President in the absence of the President or in the event the President is unable or unwilling to complete the duration of the President's term; an election will be held with proper prior notification at the next general membership meeting.

B. Perform other duties as assigned by the President or specified in the Constitution and Bylaws.

4.5.3 Secretary: The Secretary shall:

A. Be primarily responsible for administrative assistance to the President.

B. Preside over meetings in which the President and Vice President are unable to attend.

C. Keep and maintain all AHBA records and inventory of all AHBA property.

D. Keep and maintain the membership roster and all membership applications. Track and keep the records of members volunteering for all AHBA activities.

E. Create and prepare agendas for all AHBA membership meetings.

F. Keep, prepare, and retain all AHBA Board meeting minutes.

G. Keep and prepare minutes of all AHBA membership meetings and shall present the previous membership meeting minutes at each regular membership meeting to be voted on for AHBA's permanent record.

H. Perform other duties as assigned by the President or specified in the Constitution and Bylaws.

4.5.4 Treasurer: The Treasurer shall:

A. Act as custodian of all funds entrusted to or under the jurisdiction of the AHBA.

B. Preside over meetings in which the President, Vice President and Secretary are unable to attend.

C. Maintain submitted, processed, and finalized Financial Reimbursement forms.

D. Be responsible for providing a monthly accounting of the financial condition of the AHBA, including account balance, expenditures, and maintenance of all AHBA expenditure receipts, at each regularly scheduled membership meeting, and on an as-needed basis to Officers.

E. Keep a written accounting ledger of all AHBA income and expenditures, shall reconcile the AHBA bank statements, and shall be responsible for ensuring that all necessary State or Federal tax returns or corporate reports required by law are completed and timely filed.

F. Perform other duties as assigned by the President or specified in the Constitution and Bylaws.

4.5.5 Member-at-Large: The Member-at-Large shall:

A. Be the official interpreter of all Constitution and Bylaw issues.

B. Preside over meetings in which the President, Vice President, Secretary, and Treasurer are unable to attend.

C. Perform other duties as assigned by the President or specified in the Constitution and Bylaws.

4.5.6 The Past President - The Past President is an ex-officio member of the Board of Directors and will be a mentor for the current President. The Past President does not have voting rights within the Board of Directors.

4.6 REMOVAL OF OFFICERS

Officers may be removed for misconduct or dereliction of duties. Misconduct is a willful act against these Bylaws. Dereliction of duties is the neglect of official responsibilities for an excessive period of time or the violation of the responsibilities of office.

4.6.1 The removal of Officers is initiated by a majority vote of the Executive Board or by any active member's motion request to remove the Officer at a general membership meeting. The removal motion will be deemed passed, and the Officer will be removed by a two-thirds (2/3) vote of a quorum present at the general membership meeting.

4.6.2 The Executive Board, at its discretion, may remove Officers for excessive absences.

4.7 RESIGNATION OR DISABILITY OF ELECTED OFFICER

In the event that any AHBA Officer should resign their office or become unable to perform the duties thereof, a formal vote shall be instituted, and the remainder of the

Officer's term shall be fulfilled as follows:

4.7.1 The office shall be filled by an election for the remainder of the unexpired term.

4.7.2 Before the next scheduled meeting, the membership shall be notified by email that the vacancy has occurred.

4.7.3 At the next regularly scheduled meeting, nominations of members in good standing will be taken from the floor.

4.7.4 Members in good standing may participate in the vote.

4.7.5 No provisions are made for absentee or proxy voting.

4.7.6 In the event a nominee seeking an officer position is not opposed, they may be elected by acclamation by voice vote or show of hands, and no written ballot will be necessary.

4.7.7 If more than one member seeks the vacant position, a written vote will take place.

4.7.8 The candidate with a simple majority vote of the quorum present shall fill the vacant office.

ARTICLE 5 CODE OF CONDUCT

5.1 CODE OF CONDUCT

5.1.1 AHBA members are ambassadors for both the AHBA and supported hockey organizations and should conduct themselves according to the AHBA Bylaws, Code of Conduct, and in a manner that is not detrimental to the AHBA.

5.1.2 Members should always conduct themselves with appropriate decorum and politeness at all AHBA functions and events, including games.

5.1.3 The Board should approve a supplementary code of conduct document at the beginning of each hockey season, in conjunction with the supported hockey organizations, that outlines expected member conduct at AHBA-sponsored events and activities.

5.2 VIOLATIONS

5.2.1 Violations of the Code of Conduct should be reported to the Executive Board for a reasonable investigation.

5.2.2 Any violation of the AHBA Bylaws may be deemed a violation of the Code of Conduct.

5.2.3 Any violation of any rule or practice adopted by membership may be deemed a violation of the Code of Conduct.

5.2.4 Any conduct detrimental to the AHBA may be deemed a violation of this Code of Conduct.

5.3 CHARGES

Any alleged violation or infraction as set forth in the Bylaws is to be presented, in writing, to the AHBA Executive Board; the following procedures shall govern:

5.3.1 A reasonable investigation concerning the charges shall be conducted by an Investigation Committee. The Investigation Committee will consist of the Board and four general members in good standing.

5.3.2 If the alleged violation or infraction involves a Board member, then that Board member must recuse themself(es) for the duration of the investigation. The recused

position(s) of the Investigation Committee will be filled by one general member in good standing who is approved by both the Board and the Accused. In the event that a recused-position replacement cannot be agreed upon by the Board and the Accused, the charges will be brought directly to the entire membership at the next general membership meeting.

5.3.3 An opportunity shall be given to the Accused to be present at a meeting of the Investigation Committee, at which such charges against the Accused are considered. If the Accused is a minor, that minor has the option to be represented by an adult member of their family membership. The Accused may make such defense against the charges as he/she desires provided it is lawful and reasonable.

5.3.4 Following the Accused's opportunity to defend said charges, the Investigation Committee shall vote on the charges.

5.3.5 The Investigation Committee shall communicate the investigation decision in writing to the Accused and the Accuser.

5.3.6 The Investigation notes, meeting minutes, and decision shall be added to the next AHBA general membership meeting agenda for a high-level presentation and for informational purposes only.

5.4 PENALTIES

5.4.1 Any member found in violation of the Code of Conduct may receive a written or verbal warning or be recommended for suspension or termination.

5.4.2 Any member who has been recommended for suspension or termination as a result of conduct determined to be detrimental to the AHBA or for violation of the Bylaws or Code of Conduct may be penalized by a 3-month suspension of membership, 6-month suspension of membership, or termination of membership.

5.4.3 During any term of suspension or termination when the suspended or terminated member is not eligible to seek reinstatement of membership, such suspended or terminated member may not attend any AHBA meetings, activities, or events and may not put themselves forward as an AHBA member.

5.4.4 Any member who has previously been terminated or suspended from membership in the AHBA shall not be eligible to seek reinstatement or to reapply for membership for a period of one (1) year. The burden is on the member to establish that they have conducted themselves in a manner consistent with the AHBA Code of Conduct and have taken no action or made no statements detrimental to the AHBA during the term

of their suspension or termination and to establish that they will behave in a manner consistent with the Code of Conduct and the provisions and spirit of these Bylaws. For such a member to return to the AHBA, their membership application must be approved by a majority vote of the quorum present at the next regularly scheduled membership meeting after the terminated or suspended member has submitted their application.

ARTICLE 6 ELECTIONS

6.1 SCHEDULING

6.1.1 Annual Officer Elections shall be conducted at the regularly scheduled April membership meeting the year that Officer terms end.

6.1.2 Election of officers will follow a staggered schedule. President and Secretary elections will happen in even-numbered years, and Vice-President, Treasurer, and Member-at-Large elections will happen in odd-numbered years.

6.2 NOMINATIONS

6.2.1 Nominations of members meeting the qualifications for an elected Officer position will be accepted beginning at the regularly scheduled February membership meeting and shall cease no later than 3 days prior to the Election.

6.2.2 Nominations may be submitted by email to the Secretary, who shall then verify that the person nominated meets the qualifications outlined in these Bylaws for the position for which they have been nominated, and shall then confirm that the nominee accepts the nomination and agrees to perform the duties outlined herein and as time to time may additionally be required for the function of the AHBA. If the nominee meets the qualifications and accepts the nomination, the Secretary shall then place the nominee's name on the ballot for the Officer Elections.

6.3 PROCEDURE

For contested positions, Officers shall be elected by secret ballot at the regularly scheduled April membership meeting. No provisions are made for absentee or proxy voting. In the event a nominee seeking an officer position is not opposed, they may be elected by acclamation by voice vote or show of hands, and no written ballot will be necessary. A slate of unopposed candidates may be elected by acclamation by voice vote or show of hands, and no written ballot will be necessary. The candidate with a simple majority vote of the quorum present shall fill the vacant office.

6.4 GENERAL

6.4.1 No candidate may run for multiple positions on the same ballot.

6.4.2 No member shall hold more than one elected office at the same time.

6.4.3 The Officers will serve a two-year term commencing on July 1 and terminating on June 30 of the second following year.

6.4.4 Members of the same family may not hold elected offices in the AHBA at the same time.

6.5 Special Elections

Special election of the Board may be initiated by a two-thirds ($\frac{2}{3}$) majority vote by the general membership. This will allow for a new general election to reelect the entire Board. Eligibility to run for office follows the rules that normally govern Board eligibility, and prior service on the Board does not preclude a member from being reelected to the same or a different position. Additionally, the special election does not disrupt the normal general election cycle.

In the event of a special election, the current secretary will publish a timeline and explanation for completion of the election process and ensure that candidates meet the necessary qualifications at the time of voting.

ARTICLE 7 CONDUCT OF MEETINGS

The order of business of any regularly scheduled membership meeting shall be as follows:

- Circulation of a sign-in sheet or roll call.
- Distribution of the Secretary's and Treasurer's Report
- Welcome of new members.
- Discussion and Approval of the Secretary's Report.
- Discussion and Approval of the Treasurer's Report.
- Old or Unfinished Business
- Election(s), if applicable
- New Business
- Announcements
- Adjournment

Approval of the Secretary's Report and the Treasurer's Report shall be a majority vote of a quorum present at the meeting and will be completed upon motion request by a showing of hands. If a quorum is not available for approval, then the reports will be voted on at the next general membership meeting. If a report(s) is not approved, then the report(s) will be revised and brought to the next general membership meeting for approval.

Where an agenda item is not specified herein, an appropriate procedure during meetings shall be determined by the President.

Meetings will be conducted in accordance with Robert's Rules of Order.

ARTICLE 8
AMENDMENT OF THE CONSTITUTION AND THE BYLAWS

Any proposed Amendments or revisions to the Constitution and Bylaws shall be brought to the attention of membership by an individual member at any regularly scheduled membership meeting. Upon motion and a majority vote of a quorum present, the proposed Constitution or Bylaws Amendment or revision shall be placed on the agenda for the next regularly scheduled membership meeting, at which time membership will discuss and vote on the proposed revision or Amendment. No vote shall be taken on any proposed Amendment or revision at the meeting during which it is proposed. At the subsequent regularly scheduled membership meeting, the proposed Amendment or revision shall be up for discussion and shall be brought to a vote. A majority vote of a quorum present at the meeting at which the provision is on the agenda, in favor of the proposed Amendment or revision, is required in order for the provision to take effect.

In the event the Constitution and/or Bylaws are so amended or revised, the Secretary shall make the revision in the Constitution and/or Bylaws, which will reflect the date upon which the revision was passed upon the face of the Constitution and Bylaws, and will submit the revised Constitution and Bylaws to all elected Officers for signature.

ARTICLE 9 COMMITTEES

The President of the AHBA shall appoint a Chair or Co-Chairs of each of the Ad Hoc Committees. Each committee chair(s) shall report directly to the elected Officers of the AHBA. Alternatively, the President of the AHBA shall have the authority to appoint a Committee Coordinator. In the event the President appoints a Committee Coordinator, each Committee Chair(s) shall report on the committee's activities and recommendations directly to the Committee Coordinator who in turn will report to the President and elected Officers.

9.1 AUDIT COMMITTEE

See Article 10.

9.2 AD HOC COMMITTEES

9.2.1 An Ad Hoc Committee may be established by the President of their own initiative or at the suggestion of membership to explore or oversee any activity or function of the AHBA.

9.2.2 Ad Hoc Committees may be approved by the Board prior to being officially established.

9.2.3 Ad Hoc Committees exist only for the duration of carrying out their stated purpose, but may be continued year to year as deemed necessary by the President.

9.2.4 Responsibilities shall be named at the time of the appointment.

ARTICLE 10

AUDITS

10.1 Audit of the account records will be required upon a change of Treasurer and/or every year after June 30 and prior to July 31.

10.2 An Audit Committee will be established no later than the April general membership meeting. The Audit Committee must consist of at least three (3) members in good standing.

10.3 A copy of the Audit Report will be forwarded to the Board.

10.4 The audit will include at least the following:

- a. A thorough check to ensure that all transactions are recorded and properly documented.
- b. An inventory of club-owned property.
- c. A verification that financial statements are accurate.

ARTICLE 11 DISSOLUTION

12.1 Notwithstanding any other provision of these Bylaws, the AHBA may be dissolved only upon the motion of a member in good standing and be mandated by a majority vote of a quorum present at a general membership meeting.

12.2 Upon the dissolution of the corporation, any assets remaining after payment of debts and liabilities shall be distributed exclusively to one or more organizations exempt under Section 501(c)(3) of the Internal Revenue Code, as amended, or to a federal, state, or local government for a public purpose. Such distribution shall be made in a manner consistent with the corporation's charitable and educational purposes and shall not inure to the benefit of any private individual, director, officer, member, or private entity.

After being presented at the general membership meeting on _____, this Constitution and Bylaws were adopted by majority vote of the membership present at the _____ meeting of the Athens Hockey Booster Association and ratified by their duly-elected Officers

Print Name: _____ Print Name: _____

Signature: _____ Signature: _____
President Vice President

Print Name: _____ Print Name: _____

Signature: _____ Signature _____
Treasurer Secretary

Print Name: _____

Signature: _____
Member-at-large