

N21000006101

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

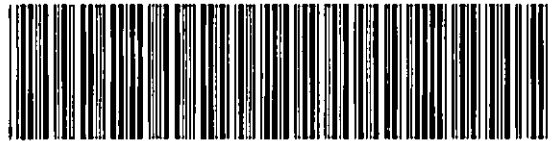
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W21000051916

Office Use Only



200360872192

03/17/21--01011--001 **90.00

201 MAR -3 PM 2:13

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MICHELE ELLINGTON (CHAIR)

Name (Printed or typed)

12762 FLATWOOD CREEK

Address

GIBSONTON, FL 33534

City, State & Zip

813-758-6636

Daytime Telephone number

RIVERVIEWICESHARKS@GMAIL.COM

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION INC.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
12762 FLATWOOD CREEK GIBSONTON, FL 33534

Mailing address, if different is:
12762 FLATWOOD CREEK GIBSONTON, FL 33534

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: The purpose of this organization is to support the activities of the Hockey Club and its participants through encouragement, facilitating team activities, and financial support.

The Association will strive to help the Hockey Club become a productive and fun way of developing the character of its members.

The Association will strive to contribute to the physical and mental development of the Hockey Club members by meeting the following goals and objectives:

WE NEED TO BE ABLE TO OBTAIN A 501C3 TO FUND RAISE INCORPOATING IS NECESSARY FOR THIS.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: ELECTION ANNUA

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: MICHELE ELLINGTON (CHAIR)

Address: 12762 FLATWOOD CREEK

GIBSONTON, FL 33534

813-758-6636

Name and Title: KATIE YATES (SECRETARY)

Address: 7814 ALAFIA RIDGE RD

RIVERVIEW, FL 33569

813-951-0795

Name and Title: MICHELLEBADGER (VICE CHAIR)

Address: 2007 AVALON COVE CT.

BRANDON, FL 33511

727-543-3258

Name and Title: _____

Address: _____

Name and Title: LYMAN S. COWLES (TREASURER)

Address: 805 CROSSWINDS DR.

BRANDON, FL 33511

813-531-4095

Name and Title: _____

Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: MICHELE ELLINGTON _____

Address: 12762 FLATWOOD CREEK _____

GIBSONTON, FL 33534 _____

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: LYMAN S. COWLES _____

Address: 805 CROSSWINDS DR. _____

BRANDON, FL 33511 _____

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Required Signature of Registered Agent

4-25-21

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



4-25-21



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 16, 2021

MICHELE ELLINGTON
12762 FLATWOOD CREEK
GIBSONTOWN, FL 33534

SUBJECT: RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION INC.
Ref. Number: W21000051916

2021 MAY -3 PM 12:52

We have received your document for RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION INC. and your check(s) totaling \$90.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list only one principal address and one mailing address for Article II. Also effective date is not within 5 business days of the filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

James G Harris
Regulatory Specialist II

Letter Number: 721A00007928

BYLAWS of the RIVERVIEW ICE SHARKS Hockey Association

APPROVED
MAY 16, 2020

Section 1 **NAME** – The name of the organization shall be "Riverview Ice Sharks Hockey Association. (hereinafter referred to as the Association), effective May 1, 2020. The Association shall be operated as a not-for-profit 501c3 type organization. This organization was established and created by parents, coaches, and supporters of the Riverview Sharks Hockey Club (hereinafter referred to as the High School Hockey Club) . The Hockey Club is composed of students attending Riverview High School, Spoto High School, Armwood Highschool, and Robinson High School, all of the Hillsborough County School District in Florida. The Hockey Club is an independent intramural organization allowing students to demonstrate their interest in and support for the sport of Hockey.

Section 2 **GOALS & OBJECTIVES:**

The goal of this organization is to support the activities of the Hockey Club and its participants through encouragement, facilitating team activities, and financial support.

The Association will strive to help the Hockey Club become a productive and fun way of developing the character of its members. The Association will strive to contribute to the physical and mental development of the Hockey Club members by meeting the following goals and objectives:

- I. Promote good physical fitness while promoting the values of perseverance, good sportsmanship, fair play, scholastic achievement, community service, and leadership for all of its members.
- II. Promote the development of all rostered members of the Hockey Club (hereinafter referred to as the "Hockey Team(s)") to ensure they are able to succeed and contribute on the ice through the proper instruction and development of fundamental skills, understanding of the game of hockey and its strategies, and team play.
- III. Facilitate the scheduling, advertising, and coordination; and ensure the fairness of team tryouts and selections at the beginning of each season.
- IV. Effectively manage team financial resources.
- V. Assist the Hockey Club with planning and execution of its functions including Hockey Club meetings, festivities, community projects, and other activities.
- VI. Help plan productive ways to use the sport of Hockey as a learning resource to teach its members about life experiences and opportunities.
- VII. Identify and support a full and highly qualified coaching staff to mentor, teach and lead the player members of the Hockey Club.

- VIII. Strive to improve accessibility of youth, and more specifically those attending Joe E. Newsome High School, to the sport of Hockey through planning and support of fund raising activities and creative ways to make the sport more affordable.

Section 3 **MEETING PLACE** – The regular meeting place of this organization shall be CALI CAFÉ, 10010 US 301 UNIT S, RIVERVIEW, FL 33578. The Officers of the Association and its members may, at their discretion and by majority vote, change the venue of the regular meeting to a new venue or alternate venues as may be necessary for the Association to effectively conduct its business. In addition, this Association may meet at various other places throughout the Greater Brandon Area at the call of the Chairperson and/or the Executive Committee. Alternate meeting locations may include churches, community centers, schools, or other locations that will not cause a financial burden on the organization.

Section 4 **REGULAR MEETINGS** – Regular meetings of this organization shall be held once a month as scheduled and selected by majority vote at the beginning of each season. The Officers of the Association and its members may, at their discretion and by majority vote, change the time and day of the regular meeting to a new time and day or temporary time and day as may be necessary for the Association to effectively conduct its business.

Section 5 **SPECIAL MEETINGS** – Special meetings of this organization shall be scheduled as needed at the call of the Chairperson and/or the Executive Committee. Special meetings shall be called with at least 24 hours' notice to all members. The purpose or purposes for which the meeting is being called shall be clearly stated in the notice or message. Special meeting notices shall be communicated via phone, in writing by fax, or electronic mail and shall be considered delivered upon call to or transmission of notice to the listed phone or address as it appears on the records of the Association at the time of such communication. A clear record of the notification process shall be maintained and brought to the meeting. The record shall indicate date of communication and whether there was an answer or not. This information shall be included as part of the minutes. In the event that the Chairperson is unable to perform her/his duties, the Vice Chair may call Special meetings of the Association as may be deemed necessary. Members of the Association may, if and when deemed necessary, request that the Chairperson or Vice-Chair schedule a Special meeting.

A member of the Association may call a Special Meeting by requesting such a meeting in writing to one or more members of the Executive Committee. The Executive Committee member may then call the Special Meeting following the aforementioned guidelines.

Section 6 **NOTICE OF GENERAL OR SPECIAL MEETINGS** – Written or printed note stating the place, day and hour of any meeting of members shall be delivered personally or by US or electronic mail (to address provided by member and maintained on the roster) to each member entitled to vote at such meeting. Notice shall be sent or delivered not less than ten (10) days prior to the date of general meetings and not less than 24 hours for special meetings. Notice of meetings shall be given by or at the direction of the Chairperson, Secretary, or such Officers or persons as are calling the meeting. When required by these Bylaws or by law, the purpose or purposes for which the meeting is called shall be stated in the notice. If sent by mail, a notice of meeting shall be deemed delivered when

deposited in the United States mail, postage prepaid, addressed to the member at his or her address as it appears on the record of the Association at the time of mailing.

Section 7 **ACTION WITHOUT MEETING** – No meeting need be held by the Board of Directors to take any action required or permitted to be taken by law, provided all members of the Board shall individually or collectively consent in writing to such action, and such written consent or consents is filed with the minutes of the proceedings of the Board. Action by written consent shall have the same force and effect as action by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, that the articles of incorporation and Bylaws so authorize the Directors without a meeting, and that the articles of incorporation and Bylaws authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

Section 8 **MEETING DURATION** – The official business portion of all meetings of this organization should be planned and run such that this portion of the meeting will not exceed one and one-half (1/2) hours in duration. Additional time may be allotted to the meeting for presentations by and discussions with special guests of the Association. If due to discussion or in the process of conducting its business, the Association and its members deem it be necessary to extend the meeting time, this shall be done so through majority vote.

Section 9 **STANDING COMMITTEES** – The Association shall have standing committees to more effectively conduct its business. Standing committees shall include Program Development, Team Operations, Fundraising & Sponsorship Committees. A Standing Committee may or may not exist for each team represented by the Association. The Officers of the Association and its members may, at their discretion and by majority vote, change the number, title, or purpose of Standing Committees as may be necessary for the Association to effectively conduct its business. All members of the Association will be encouraged to participate in or help with one of the Standing Committees. The Committees shall serve all teams supported by the organization and should seek to involve at least one member from each team (when multiple teams exist within the organization). The Committees shall be responsible for researching information and formulating motions related to their area of responsibility such that these motions can be presented to the Association at Regular Meetings for vote. The Committees may also present general information to Association members to keep them abreast of issues affecting the ongoing business of the Association. As a guideline, a committee should consist of a chairperson and at least one other member and shall seek input from the general membership to formulate any proposed action.

Section 9A Program Development Committee – The purpose of the Program Development Committee is to ensure proper coaching and training for the playing members of the Hockey Club and other members as applicable. The Committee has the primary responsibility to recruit, retain, and evaluate members of the coaching staff. Coaches shall

commit to meeting the purposes and help support the decisions of the organization. The Committee may also review, propose, and organize opportunities for the development of Hockey Club participants. These opportunities may include special clinics, mini camps, hockey camps, and other activities.

It shall be the responsibility of the Committee to ensure the Coach(es) meet their responsibilities and expectations to the Association and participating youth. These responsibilities and expectations are further detailed within Article IV, Section 4. To help maintain the quality of and improve the program, the Committee shall provide feedback to coaches on their evaluation and performance. The committee shall solicit input from Association members about the performance of the Coach(es) to address any concerns of the Association. The Board shall then vote on the recommendation.

Upon evaluation of the coaching staff, the Committee may propose the retention or removal of a hockey coach to the Board. The Committee shall state the reasoning for the retention or removal as part of their recommendation. The Board shall evaluate the recommendation and provide an opportunity to the Coach(es) to address any concerns of the Committee. The Board shall then vote on the recommendation.

At the direction of the Board, the Committee shall solicit applications from interested coaches. The Association shall require selected coaches to undergo a full criminal background check obtained through the Florida Department of Law Enforcement or similar approved Agency.

The Program Development Committee reviews the competition level within local area leagues. While working within the rules of the local High School Hockey governing bodies, the team shall decide what league(s) in which it would be most appropriate for the Team(s) to participate. The Team(s) may participate in available local recreational leagues, travel leagues, or more advanced competitive situations as the Association may suggest to the Board and General Membership and as selected by Majority Vote of the Association members.

Section 9B Team Operations Committee – The Team Operations Committee is responsible for assisting the team manager and coach(es) with the week to week team operations. To include, but not limited to, scheduling extra practices and clinics, scheduling tournaments and jamborees, and scheduling team bonding activities.

Section 9C Fundraising Committee – The Fundraising Committee shall be responsible for creating and implementing fund raising activities for team(s) it is assigned to. Fundraising to include but not limited to, 50/50 raffles, bake sales, donation raffles. Funds raised by one committee's activities are for the sole use of the associated team's needs and will not be made available to any other teams.

Section 9D Sponsorship Committee – The Sponsorship Committee shall be responsible for generating funds for their assigned team through creating and implementing sponsorship opportunities with local businesses. Funds raised by one committee's activities are for the sole use of the associated team's needs and will not be made available to any other team(s).

Section 9E Special Events Committee The Special Events Committee is responsible for organizing team events and gatherings. These can include holiday parties and end of year parties, team bonding activities, between and after game meals.

Section 9F **Committee Chair** – Any member may serve as a committee chair. The committee chair will volunteer for the position. Appointment to a committee chair position shall be ratified by majority vote of the Board. A committee chair may serve in one or multiple capacities. The chair may serve as an officer or director and may be assigned multiple duties listed in sections 9A through 9E.

ARTICLE II

Section 1 **MEMBERSHIP** – The members of this organization shall be parents, players, and supporters of the Hockey Club. The Association shall have one class of members, and any one person may hold no more than one membership. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote on matters brought to the general membership by the board. Voting rights shall be further limited to one vote per player or Hockey Club member. Voting rights will generally be exercised by an adult family member. It is expected that most members will reside within the school boundaries of Riverview High School in Riverview, Florida; however, membership is open to all parties interested in promoting the sport of Hockey and in particular, those who support the Hockey Club.

Section 2 **PROPERTY RIGHTS** – No member shall have any right, title, or interest in any of the property or assets, including any earnings or investment income of this Association, nor shall any of such property or assets be distributed to any member on the dissolution of the Association. Upon dissolution, the Association shall donate any property or assets to a local not-for-profit agency selected by its members by majority vote.

Section 3 **LIABILITY OF MEMBERS** – No member of this Association shall be personally liable for any debts, liabilities, or obligations, nor shall any member be subject to any assessment except for those members who have been selected by the coaching staff to be a part of the hockey team roster. Each Hockey Team player shall have an equal responsibility to meet the financial obligations of the Association/Hockey Team to the high school hockey league, in addition to obligations required by any League (i.e., LHSHL) the Hockey Club may choose to enter, in order to be registered as a player in that League. Each player's obligation to the Association shall be equal to the total team liability divided by the active number of players on that team. Financial obligations shall be categorized as follows: practice time, playing/game and league fees, and special event fees (mini camps, travel leagues, tournaments, etc.).

Section 3a **Scholarships** – The Association may, by majority vote, establish a scholarship system to allow players unable to meet their financial obligation to participate in the Hockey Club. Scholarship funds (if applicable) shall be tracked separately. Players seeking eligibility for these funds shall submit an essay as to why they deserve the award and proof of financial hardship to the Hockey Club. Selection of players eligible for awards shall be made at the sole discretion of the Board and Executive Officers. Factors of eligibility may include grade point average (GPA). If a player needs financial help and has a low GPA, the Board reserves the right to scale the scholarship paying a portion at the beginning of the season and request the player raise his GPA to receive the remaining amount. If the player does not raise his GPA, the Board reserves the right to deny the payment. The GPA used to evaluate provision of the remaining payment will be the last recorded Quarterly Weighted

GPA when remaining payment is being considered by the board compared to the Weighted GPA of the quarter when the GPA was low and the initial payment was made.

Section 4 **RIGHT TO OVERTURN BOARD ACTION** – The general membership, by obtaining at least 2/3rds of the general membership signatures, may overturn an action taken by the board deemed to be not in the best interest of the organization. By right, any member of the organization may obtain two thirds of the general members to sign and petition the board to overturn its action. Upon receipt of such notice, the board must reverse the action in question.

Section 5 **BOARD OF DIRECTORS** – The Board of Directors for the Association shall consist of the Officers, and the team representative (also known as Team Manager) for each participating team. When a vacancy shall occur, the members of the Association shall offer a list of names to the Board for consideration. The names shall be placed on a ballot and the general membership shall vote to choose an appointee for the vacancy. Total membership in the Board shall not exceed ten (10) members.

Section 6 **POWERS** – Except as otherwise provided in the articles of incorporation, or by law, the powers of the Association shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The Board may, however, delegate the performance of any duties or the exercise of any powers to such officers and agents as the Board designates. Board members shall commit to the service agreement and requirements set forth by majority vote of the Board. Inability to follow service agreement and requirements may on its own constitute reason for removal from the Board.

ARTICLE III

Section 1 **ANNUAL DUES** – As of the date of the adoption of these Bylaws, this Association does not collect annual dues. The Board of Directors and the members may, upon a majority vote, change the amount of annual dues. However, the Hockey Team members are responsible to meet their financial obligations to the Association as described above under Section 3 of Article II.

ARTICLE IV

Section 1 **OFFICERS** – The officers of this organization shall be at minimum three (3) individuals serving as the Chairperson, the Secretary, and the Treasurer. It is desirable for the organization to also elect a Vice-Chair. The duties of the officers shall be those normally associated with such positions in accordance with generally accepted parliamentary practice. The Officers of the Association and its members may, at their discretion and by majority vote, add additional officers as may be necessary for the Board to effectively conduct its business.

Section 1A **Chairperson** – The Association's chairperson shall be responsible for carrying out the business of the Association. The Chair shall run the meetings and ensure that the business of the Association is attended to in an effective manner. Whenever necessary, the Chairperson shall represent the Association at Community events or may appoint a representative for specific events. The term of a member as the Chairperson shall be two (2) years.

- Section 1B** **Vice Chair** – Should the organization elect a Vice-Chair, the duties shall include assisting the Chairperson in effectively conducting the business of the Association. Whenever necessary and in the absence of the Chairperson, the Vice-Chair shall assume the Chairperson's responsibilities. Upon completion of the Chairperson's term, the Vice-Chair, if able, shall assume those responsibilities. The term of the Vice-Chair shall be two (2) years. The organization may elect one of the Team Representative(s)/Manager(s) as Vice-Chair.
- Section 1C** **Secretary** – the Secretary shall assist the Chair in running the meetings of the organization. The Secretary shall take minutes and prepare a permanent record of the Association's business. The Secretary shall also ensure that the Association and its members, while conducting its business, follow the rules set forth within these bylaws. The Secretary shall also monitor meetings to ensure sufficient time is allotted to each topic and ensure completion of the business of the Association within a reasonable amount of time as stated within these bylaws. The Secretary shall assist the Chairperson and other officers with other duties as may be required to effectively meet the goals and objectives. For the term of office, the Secretary shall assume the role of curator for the organization and keep all historical records such as rosters, team photos and awards, other photos, and materials including these bylaws in a safe place for use by the Association and its members.
- Section 1D** **Treasurer** – The Treasurer shall maintain a clear and concise record of the Association's financial transactions. All bills to training venue, league, and vendors are to be paid on time. The Treasurer shall provide financial status reports to the Association, its Officers, and its members on a monthly basis and shall keep track of these transactions to ensure the financial stability of the Association. The Treasurer shall maintain and bring to each meeting an official copy of bank statements demonstrating activity on the Association's accounts. Financial records indicating income, donations, payments, and debits shall be kept separately for each team promoted by the organization to clearly indicate where the funds came from and what team they are to be used for. By majority vote of its membership, the organization may elect to combine the collection and disbursement of these funds into one account and ledger. If a combined account is kept, financial responsibilities (funds needed in excess of donations to cover ongoing team(s) costs) shall be divided equally among all the participants of the team(s). The Treasurer, along with the Chairperson (or Vice-Chair if acting as Chairperson), shall write checks for the distribution of funds from the Association to its service providers including payment of ice time to the ice skating facilities, payment for participation in the regional High School League (or any other membership approved league), and payment for recognition awards for Hockey Club members. Prior to the end of each school year, the Treasurer shall prepare and share a report with all members showing the financial status of the Association. Funds in excess of the operating requirements for the previous year shall be carried forward into the new season. The Treasurer shall then calculate and provide a budget estimate of costs for the training season and subsequent Hockey season and provide that estimate to the membership. The Treasurer shall ensure, at a minimum, funds equal to the amount needed for team deposit(s) for the regional high school league remain in the organization's account as the season comes to a close. As applicable, the Treasurer may select an assistant to track and log fundraising activities and general donations to the Association to help ensure these funds are credited properly to each team and/or individual.

Section 1E Team Representative(s)/Manager(s) – Each team supported by the organization shall appoint a Team Representative/Manager. In the event multiple members volunteer for the position, the appointment shall be ratified by majority vote of the team they represent. It shall be the duty of the Team Representative/Manager to represent the team in meetings for their designated League, High School-Division/ and Conference. The Team Representative/Manager shall provide a report of ongoing league, division, and conference issues to the board and general membership each month. The Team Representative/Manager will poll the general membership on any voting issues that come before the league, division, and conference and will vote in accordance to the wishes of the team members on their behalf. The Team Representative(s)/Manager(s) shall maintain access to the necessary records to ensure player eligibility in the league, division, or conference. This includes but is not limited to waivers of liability, USA Hockey registration, Birth Certificate, School Schedule (or other proof of attendance), and Report Card Copies. In the event a player becomes ineligible, the Team Representative/Manager shall immediately communicate this information to the Team Coach.

Section 2 TERMS OF OFFICE – The chair and vice chair shall be elected for a term of two (2) years. Other positions shall be elected for one (1) year and may be re-elected.

Section 3 ELECTIONS – Elections shall take place every year by open ballot, at a regular meeting at the end of the Hockey season. The Officers of the Association and its members may, at their discretion and by majority vote, hold elections at any given time as may be necessary to fill a vacancy left by an Officer of the Association prior to the Officer meeting their term in office.

Section 4 Coach(es) Responsibilities and Expectations – It is expected that the Coach(es) be a positive role model for the participating youth in the program. As such, the Coach(es) is expected to think of their role as one of mentor, teacher, and leader for the team. The Coach(es) shall believe in and uphold the Goals and Objectives of the Association and do the best to deliver on the Association's promise to its participating youth. As such, the Coach(es) shall receive feedback from the Hockey Development and Operations Committee openly. While it is not the Association's desire to specifically identify or limit the teaching methods and techniques used by the Coach(es) during on or off ice development activities, it is expected those methods will meet or exceed the values under which the organization was founded – sportsmanship, fair play, scholastic achievement, community service and leadership. It is expected the Coach(es) will do their best to most effectively use the resources afforded to the Team(s) for their development. Any failure or perceived failure to meet the expectations set forth here by the Association and its members shall be communicated as quickly as possible to the Coach(es) through the Hockey Development and Operations Committee.

ARTICLE V

Section 1 QUORUM – A quorum of not less than five (5) members shall be present in order to conduct the general business of the organization when voting of the general membership is required. For Board meetings a minimum of fifty-one (51%) of the board members shall be present to conduct the business of the organization. All members shall be invited to and may participate in general and Board meetings. A quorum shall be established and maintained for any and all matters requiring a vote.

- Section 2** **EXCUSED ABSENCES** – Members of the Board may be excused from meeting attendance with good cause by contacting the Chairperson or the Secretary. Telephone numbers of the officers shall be provided to all members.
- Section 3** **ABSENCES/ATTENDANCE** – Members of the Board may not exceed three (3) unexcused absences per calendar year.
- Section 4** **REMOVAL OR REPLACEMENT OF OFFICERS OR MEMBERS OF THE BOARD** – This organization shall have the power to remove or replace any Officers or members of the Board with a three-fourth (3/4) majority vote of those members present at a general meeting so long as a quorum is established. In the event that an Officer or Board member is being considered for removal from the Association, said issue of removal will be placed as an item on the next meeting's agenda for purpose of discussion prior to the actual removal of said Officer or Board member.
- Section 4A** **REMOVAL OR REPLACEMENT OF COACH OR MEMBERS OF THE COACHING STAFF** – This organization shall have the power to remove or replace any Coach or members of the Coaching Staff with a three-fourth (3/4) majority vote of all Player/Participant Association members of the team(s) to which the Coach is assigned. In the event that a Coach (or Coaches) is/are being considered for removal from the Team, said issue of removal will be placed as an item on the next meeting's agenda for purpose of discussion prior to the actual removal of said Coach.
- Section 5** **RESIGNATION** – Resignations may occur upon written request.
- Section 6** **GUESTS** – Guests may be invited to the meetings of this organization as may be necessary for the Association to effectively conduct its business. Guests will consist of representatives from other organizations and other groups including professional teams, special trainers, and groups who also have a vested interest in meeting the goals and objectives of the organization.
- Section 7** **VOTING RIGHTS** – Each member of the Association shall have an equal vote. For members who are parents of players or Hockey Club participants, only one vote shall be afforded per player (officially rostered member of a sponsored team) – known as Player/Participant Association Member. Guests and past members shall not have voting rights. In the event that a member of the Association requests a vote be held in confidence, the ballots shall be cast in writing while anonymity is maintained. In the event a member has an excused absence, that member may cast an absentee ballot for the election of officers, Board members, or Team Coach(es). For all other matters of business, members shall be present to cast a vote. However, a member not present may provide a written opinion on the matter being held to a vote. Such an opinion shall be provided in writing to at least two of the following officers: the Secretary, Chair, or Vice-Chair prior to the meeting. The opinion shall be read aloud during open discussion on the subject.
- Section 8** **ABSENTEE BALLOT** – Each member of the Association shall have the right to cast their vote via absentee ballot, unless precluded by Section 7 above. An absentee ballot shall be submitted to the Association's Secretary (with copy sent to the Chairperson) at least 24 hours before the meeting.
- Section 9** **VOTING ITEMS** – The Association shall inform all of its members by way of its meeting notice and proposed agenda of any scheduled voting items to be discussed and voted upon at the upcoming meetings. All voting items shall be discussed in advance by the

committee in charge. All voting items shall be presented to the Board and/or Association as a recommendation of action to be voted on. The recommended action and its background or supporting information shall be provided to the membership along with the meeting notice.

ARTICLE VI

Section 1 **PARLIAMENTARY AUTHORITY** - The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, and any special rules of order the Association may adopt.

ARTICLE VII

Section 1 **Purpose** -RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION, is organized exclusively for charitable, religious, and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION, shall inure to the benefit of, or be distributable to its members, trustees, 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 furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION, is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

Section 2 **Dissolution** - Upon termination or dissolution of the RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION hereunder shall be selected by the discretion of a majority of the managing body of the RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the RIVERVIEW ICE SHARKS HOCKEY ASSOCIATION by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of FLORIDA.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of FLORIDA or be added to the general fund.