

BY-LAWS OF THE IDAHO STEELHEADS BOOSTER CLUB, INC.

ARTICLE I

Name and Purpose

Section 1

This organization shall be known as the Idaho Steelheads Booster Club.

Section 2

The purpose of the organization is to (a) promote the professional hockey team known as Idaho Steelheads, (b) help facilitate team members' involvement in the community and (c) to help acclimate the players to our area through charity fundraisers, children's activities and social events where players and fans can meet.

Section 3

The organization will not discriminate on the basis of race, color, sex, sexual orientation, gender expression, gender identity, religion, disability, age, veteran status, ancestry, or national or ethnic origin.

Section 4

The organization shall be a nonprofit organization.

ARTICLE II

Membership

Section 1

Membership in this organization shall be open to all who have mutual interest in the work set forth in Article 1, Section 2.

Section 2

There shall be membership dues as established by the Board of Directors and approved by the general membership by majority vote. Membership expires September 30 each year. Renewal membership may be obtained at reduced rates as set forth by the Board and approved by the general membership.

Section 3

There shall be two classes of membership, single and family. Single memberships shall be for one member only. Family memberships shall be for a family of three or more family members in a single household.

Section 4

Voting privileges are extended only to dues paying members eighteen years old and older in good standing. A member in good standing is one who has paid his/her current dues. A family membership is entitled to two votes. Members must be present at the meeting to cast a vote - no absentee or proxy votes.

Section 5

No member of the organization shall use the club and /or club funds for the purpose of personal gain.

ARTICLE III

Officers of the Corporation

Section 1

There shall be two classes of offices on the Board, elected and non-elected.

Section 2

The elected officers of the organization shall be President, Vice President, Secretary, and two Co-treasurers. These offices shall be for a term of two years. These offices comprise the voting membership of the Board.

The office of the Vice President shall be held for two years, and the Vice President shall move into the office of the Presidency after this two-year term. If elected to replace a Vice-President midterm, the newly elected Vice-President will serve a complete two year term extending the term of the President.

The office of Secretary will be held for a two-year term with an election being held for that position every two years thereafter.

The office of Co-Treasurers shall be held for terms of two years, with the election for one position being held in an even year and the other in an odd year and maintaining alternating odd and even years for elections for Co-treasurers after that.

Section 3

Non-elected office will include, but not be limited to Editor, Past President, and any other such office as deemed necessary by the Board and shall be non-voting members of the Board.

Section 4

Either class of office must be held by a member in good standing as defined in Article II, Section 4.

Section 5

The President shall preside at all meetings. He/she shall act as chairperson of the Board and see that all books, reports and certificates are properly kept and filed. He/she may sign checks, He/she shall have all such powers as may be reasonably construed as belonging to the chief executive of any organization. The President shall appoint a director of each standing committee and that director shall become a non-elected member of the Board.

Section 6

The Vice President shall, in the event of the absence or inability of the President to exercise his/her duty shall become Acting President with all the rights, privileges and powers as if he/she had been the duly elected president. The Vice-President will be responsible for coordinating, scheduling, and organizing Steelhead for A Night.

Section 7

The Secretary shall keep the minutes and records of the organization in appropriate books. It shall be His/her duty to file any certificates required by any statute federal, state or local. He/she shall send out communications from the organization as required, file annual Secretary of State requirement and serve all notices required by the law or these bylaws. He/she shall be the official custodian of the records of the organization.

Section 8

The Co-treasurers shall have the care and custody of all funds belonging to the organization. They shall render, as the Board shall determine, a written account of the finances of the organization, and such report shall be affixed to the Board minutes. They shall keep adequate books and shall pay out expenditures only on authorization of the Board. They shall be the principal officers to sign checks. They shall arrange for an annual audit as required by the laws of the state and federal governments. The treasurer in his/her second year will file annual taxes, appropriate paperwork maintaining the clubs non-profit status, and appropriate paperwork with the state for raffles as required/needed.

Section 9

No elected officer of the Board may serve more than two consecutive terms in the same office.

Section 10

No member of the Board shall receive compensation from the organization or any other entity for the performance of his/her duties in the organization.

Section 11

No member of the Board shall use the club or club funds for personal gain.

ARTICLE IV

Board of Directors

Section 1

The business and affairs of this organization shall be managed by the Board of Directors consisting of voting members of the organization elected by the general membership and non-voting members as defined in Article III, Section 1, 2, and 3.

Section 2

Meetings of the Board shall be held at the discretion of the President and the Board. No fewer than four meetings shall be held during the fiscal year.

Section 3

It is the Intent of the Board to conduct board meetings in open sessions. Members may attend board meetings but may not have a voice or vote in board meetings. Board meetings in which disciplinary actions or discussions are taking place will be closed to the general membership.

Section 4

Special meetings of the Board shall be held at the discretion of the President or on the written and signed request by one third of the Board delivered to the President and Secretary. Such request shall state the business to be transacted at the meeting. No other business shall be considered.

Section 5

Any act of the Board may be reversed by a two thirds vote of the members present at regular or special meetings, except such expenditure or other action which may not be legally rescinded.

Section 6

The organization shall not lend money to or use its credit to assist any of its board members.

ARTICLE V

Meetings

Section 1

The organization shall hold regular meetings of its members, monthly during the playing season of the team and every two months during the off season. The Board shall notify each member in good standing at least two days prior to the meeting of the time and place of such meeting.

Section 2

Five members in good standing of the organization shall be deemed a quorum for any regular meeting.

Section 3

Meetings shall be conducted by Roberts Rules of Order.

Section 4

Special meetings may be called at the discretion of the President or on the action of the Board as stated in Article IV, Section 4.

Section 5

Special meetings may be called at the request of seven members in good standing of the organization according to the directions stated in Article IV, Section 4.

Section 6

Seven members in good standing of the organization shall constitute a quorum for any special meeting.

Section 7

All special meetings must be conducted according to the stipulations in Article IV, Section 4 and according to the Corporate Laws of the State of Idaho.

Section 8

Notice of special meetings must be received by each member in good standing at least fourteen days before the meeting can be held. No business except that specified can be transacted at a special meeting.

ARTICLE VI

Nomination and Election

Section 1

The officers shall be elected for terms of two years in the following manner:

A. The president shall appoint a nominating committee of four members in good standing, one from the Board and three from the general membership at the February regular meeting.

B. The nominating committee shall nominate and publish a slate of candidates at the March regular meeting.

C. No name shall be presented until the candidate consents.

D. Candidates other than those presented by the nominating committee may be nominated from the floor.

E. The election shall be held during the regular April meeting. Voting shall be by secret ballot and the ballots shall be counted by the nominating committee. The candidate receiving the majority of the votes shall win the office.

F. The newly elected officers shall begin their term at the regular May meeting.

G. The President shall not be elected more than twice consecutively.

Section 2

When any Board member has been absent more than three consecutive meetings, the secretary shall notify him/her by registered mail that in the event he/she does not return an excuse for the absence satisfactory to three fourths of the Board, he/she may be removed from office and that office shall be declared vacant. In the event said officer fails to reply, the Board may remove him/her and declare the office vacant. Should the absent officer be the secretary, the President or Vice President shall do the notification.

Section 3

Resignations may be made by delivering by hand or mail, a letter to the Board. It shall be considered effective upon receipt or at the time specified in the resignation.

Section 4

Any officer of the Board may be removed with just cause under one of the following prescribed courses of action:

A. When two thirds of the entire Board believes it is in the best interest of the organization for the officer to be removed. The Board will call a special closed meeting with the officer in question. Said officer may resign at that time or may choose to have the matter brought before the general membership with a vote taken to determine removal.

B. When seven members in good standing bring to the Board a letter signed by seven members in good standing stating the reason for the action. The Board will follow the same procedure as stated in Article VI, Section 4.A.

Section 5

In the event of resignation or removal of an officer, the general membership shall, at its next regular meeting, nominate and elect a replacement.

ARTICLE VII

Standing Committees

Section 1

The organization shall have the following standing committees: Finance, Membership, Fund Raising, and any other committee determined by the Board to be necessary.

Section 2

The Finance Committee shall set up an itemized budget for the organization to cover the following year. The spending of funds in excess of those allocated in the budget shall be submitted to this committee for presentation to the Board with recommendation for action. The budget and any other funds requested by the committee shall be subject to approval of the Board'

Section 3

The Fund Raising Committee shall present ideas and projects to the organization for raising funds for the organization. All approved fund raising projects are subject to Board approval. The Board will withhold final approval on projects involving the team until such time as the President and Vice President can meet with the appropriate Idaho Steelheads Organization personnel to obtain approval for team involvement and to cement dates that are viable with the team schedule.

Section 4

The Membership Committee shall seek additional members for the organization. They shall obtain a list of non-renewing members and communicate with these for the purpose of having them continue as members in good standing.

Section 5

Additional committees may be appointed as needed by the President.

Section 6

Heads of these committees shall be non-voting members of the Board.

ARTICLE VIII

Miscellaneous

The Idaho Steelheads Booster Club is a non-profit organization designed to help facilitate Steelheads team members involvement in the community and to help acclimate players to our area through charity fundraisers, children's activities, and social events where players and fans can meet.

To that end, the ISBC reserves the right to expect all members to uphold the requirements of maintaining our mission statement in action and in deed, and accordingly, to maintain reasonable ethical behavior on all fronts and without expectation of preferential treatment from the ISBC or the Steelheads players and staff, whether financial or otherwise. All members shall agree to uphold the good name and reputation of the ISBC.

In accordance with this commitment, the ISBC Board maintains the right to rescind the membership of any member when it is deemed that member is not in compliance with these requirements and it is decided by the Board it is in the best interest of the ISBC to do so. The Board will call a special closed meeting with the member in question. After discussion with the board, said member is asked to remove themselves from the room and a vote may be taken at that time with a 2/3 majority required for removal. If a 2/3 majority vote is found to remove the rights of membership, said member may choose to resign at that time, or may choose to have the matter brought before the general membership with a simple majority vote taken to determine removal. If said member chooses to resign, all matters involving said member's disciplinary proceedings will remain private and closed to general review. If, however, said member chooses to have the right of membership brought before the general membership, all findings of the executive board shall be made public at that time.

Section 1

No one within the organization shall take unfair advantage of another member of the organization.

Section 2

Section 1 shall be the fundamental principle of conduct of all members of the organization.

Section 3

A. No member of the organization shall act in such a way as can be deemed slanderous or libelous toward another member of the organization, a member of the team, or a member of the Idaho Steelheads Organization. Any such act, verified by a minimum of three members in good standing, is cause for revocation of membership.

B. If any member is accused of such action, a letter signed by three members in good standing must be delivered to the Board describing slanderous or libelous action. The Board will then follow the same procedure as set forth for removal of officers in Article VI, Section 4.A.

Section 4

Monetary or other form of compensation will be provided to any team member whose presence is required at a function of the organization, providing said compensation falls within the guidelines of the East Coast Hockey League regulations for such compensation.

Section 5

The organization shall keep correct and complete books and records of accounts, minutes of the proceedings of board meetings, general meetings, and special meetings. The organization shall also keep a record giving the names and addresses of all members in good standing. All books and records may be inspected by any member or his representative or the general public for any proper purpose at any reasonable time. Reasonable time shall require a one week notice to the Board.

ARTICLE X

Dissolution Clause

Section 1

These bylaws may be altered amended or repealed by an affirmative vote of not less than a majority of the membership present at a regular or special meeting.

Section 2

Amendments may be presented to the Board for consideration by current members in good standing. A proposed amendment presented in writing with two thirds of the signatures of the membership must be presented to the Board for consideration.

Section 3

Copies of the proposed amendments must be sent to current members for consideration at least sixty (60) days prior to action by the membership.

Section 4

After the sixty day period at a regular scheduled general membership meeting, a vote will be conducted and a majority vote is needed to pass any changes. Amendments shall become effective immediately upon adoption by a majority of those present and voting.

ARTICLE X

Adoption

Section 1

These bylaws shall become operative immediately upon passage.

IN WITNESS WHEREOF, the President of the IDAHO STEELHEADS BOOSTER CLUB, INC. does hereby certify that the foregoing bylaws were duly adopted by said organization by action of its members and by resolution of its Board of Directors.

Ed Summers, President
Karen Buchanan, Secretary
September 00, 1990

As Amended May 2006
Fred Maxwell, President
Myrna Ulrich, Secretary

As Amended May 2007
Fred Maxwell, President
Jodi Crain, Secretary

As Amended May 2009
Rocci Johnson, President
Leah Hannum, Secretary

As Amended May 2013
Craig Leonard, President
Susan McElvain, Secretary