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# **Hockey Supporters of Huntsville Alabama, Inc.**

**(DBA Huntsville Havoc Booster Club)**

## **Bylaws**



**(last updated December 2023)**

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**BYLAWS OF  
HOCKEY SUPPORTERS OF HUNTSVILLE ALABAMA, INC.**

**ARTICLE I**

**NAME**

The name of this organization will be Hockey Supporters of Huntsville Alabama, Inc., dba Huntsville Havoc Booster Club, (hereinafter the "Corporation" or the "Club").

**ARTICLE II**

**SCOPE AND PURPOSE**

The primary function of this organization is to support the players and coaching staff of the Huntsville Havoc hockey team. The secondary function is to promote and further the interest of ice hockey in Huntsville, Alabama, and the surrounding North Alabama area. The Club will be a nonpartisan, nonsectarian, and nonprofit organization (as recognized by the Internal Revenue Service on August 10, 2021) whose members will have the sole right to govern and control all its activities through elective officers, henceforth to be known as the Executive Board. The Club is organized not-for-profit, and no part of the net earnings will inure to the benefit of any member. Any funds generated by the Club will be used to support the main identified functions of this organization. Although this is a Booster Club of the professional Hockey Club (aka Huntsville Havoc), it is not to be misrepresented as an affiliate of the Hockey Club. No member is to use his or her membership to influence or otherwise profit from the team association. The fiscal year of the Club will begin on January 1, and will end on December 31.

**ARTICLE III**

**OFFICES**

The principal office of this corporation in the State of Alabama shall be in Madison County, Alabama. This corporation may have such other offices, either within or outside of the State of Alabama, as the Executive Board may designate or as the corporation may require from time to time.

**ARTICLE IV**

**MEMBERSHIP**

Membership is open to all people interested in supporting and promoting ice hockey. The membership of the Club will consist of the following types: Individual Membership, meaning one individual living at one street address; Double Membership, meaning two persons living at one street address; Family Membership, meaning all members of a family living at the same street address; Honorary Membership, meaning membership conferred upon an individual or business establishment acknowledged by their significantly valuable contribution to the support of the Club at the discretion of the Executive Board; and Lifetime Honorary Family Membership, which may be given to out-going

Presidents by a majority vote of the Executive Board. The Executive Board will determine annual dues for Individual, Double and Family memberships at the June Executive Board meeting prior to the membership meeting, and those annual dues will be due beginning on October 1. If dues or other amounts owed by a member remain unpaid for a period of thirty days or at the end of the fiscal year, whichever first occurs, the Club will notify the member in writing seeking immediate payment. A membership will be renewable season-to-season on October 1 of each fiscal year, as long as the member meets the requirements set forth in these Bylaws and has not violated the Code of Conduct. The Executive Board may opt to promote early renewals and new memberships through a membership drive beginning in March of each season. If this occurs, any renewed or new memberships received in March through September will be valid for the upcoming season. Upon payment of annual individual, double, or family membership dues, the member will receive a copy of these Bylaws and any other pertinent documents as determined by the Executive Board. New memberships will be honored throughout the entire year, with the understanding that if a member joins late in the season, their membership is valid for only that current season, unless they join during a membership drive.

## **ARTICLE V**

### **EXECUTIVE BOARD**

#### **Section 1: Members**

The elected officers of this corporation shall be a President, Vice President, Secretary, and Treasurer. The appointed officers of this corporation shall be a Member-at-Large and Parliamentarian. All shall serve as the officers of the corporation. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Executive Board. Any two or more offices may be held by the same person except the offices of President and Vice President, and of President and Secretary. There shall be no two family members serving on the Executive Board at the same time.

#### **Section 2: Election, Term of Office and Meetings**

The officers for President, Vice President, Secretary and Treasurer of this corporation shall be elected every other year by the membership at its annual meeting. The officers for Member-at Large and Parliamentarian shall be elected every other year by the Executive Board. Each officer shall hold office until their successor shall have been duly elected and shall have qualified, or until their death, or until they shall resign or shall have been removed in the manner hereinafter provided. Each officer shall serve a two (2) year term. All members must serve a full year on the Executive Board or as a committee chair before running for the office of President or Vice President.

The election of the officers will be held at the General Membership meeting in April. The newly elected officers will assume their responsibilities effective June 1. Nominations will come from the floor followed by a second, or through an email received to the Club official email PRIOR to the April meeting. A move to close nominations and a second must be made before voting can take place. All voting will be done by secret ballot with Individual memberships receiving one (1) vote, Double memberships receiving two (2) votes, and Family memberships receiving three (3) votes. All voting members must be at least 16 years old. The results will be made public immediately after the count of votes has taken place and is verified by a second person. The President and Secretary will be elected

in alternate years from the Vice President and Treasurer, with the next election for President and Secretary to be in April 2024, and each even year thereafter. In odd years, the Vice President will be the first officer elected followed by the Treasurer, with its next election to be in April 2025, and each odd year thereafter.

The Executive Board will meet at least once a month prior to the General Membership monthly meeting. The day, time and place will be set by the President prior to the beginning of the hockey season, usually no later than September. All Committee Chairs will attend the last 15 – 20 minutes of each Executive Board meeting, for the purpose of addressing the status of their particular Committee, any issues and to address budget proposals. All Executive Board members and Committee Chairs will execute and abide by a Confidentiality and Non-Disclosure Agreement. Any member of the Club may attend an Executive Board meeting for the purpose of observing or lobbying for an important issue to be acted upon however, the attending member may be asked to leave by the Executive Board prior to any sensitive topics being discussed. The attending member may not interfere with the discussion and voting of the Executive Board, nor shall they discuss with others the discussions they were privy to.

### Section 3: Removal

In the event an Executive Board member is not in attendance for three (3) Executive Board meetings during the season (September through May), the Executive Board member will be automatically removed from office. An Executive Board member may be removed at any time by a majority vote of the Executive Board for lack of responsibility and neglect of duties.

### Section 4: Vacancies

A vacancy in any office, other than President, because of death, resignation, removal, disqualification, or other cause may be filled by another member of the Executive Board for the unexpired portion of the term. Should the office of President become vacant, the Vice President automatically takes over the duties of the office of President and a successor to the office of Vice President is appointed by the Executive Board for the remainder of the term. If, for any reason, the Vice President does not fill the unexpired terms of the President, the remaining Executive Board members will appoint a member to serve as President until the next regular election. The Executive Board may also elect to leave a position vacant until the next election, so long as the duties of that position are distributed amongst other Executive Board members and the duties are not being neglected.

### Section 5: President

The President shall be the principal executive officer of this corporation and subject to the control of the Executive Board, shall in general supervise and control all of the business and affairs of this corporation. They shall, when present, preside over all meetings of the Executive Board and General Membership meetings. They shall sign, with the Secretary or any other proper officer of this corporation thereunto authorized by the Executive Board, any deeds, mortgages, bonds, contracts, or other instruments, which the Executive Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Executive Board, or by these Bylaws, to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed. The President shall perform such other duties as from time to time may be prescribed by the Executive Board. The President will review all treasury documents including bank statements, at a minimum of once a month, and will review and sign the monthly bank reconciliation

report prepared by the Treasurer. The President will be a Signature Authority on the Club bank account. The President will appoint all Committee Chairs with the approval of the Executive Board and serve, or appoint, other board members to serve, as an ex-officio member of all committees. The President will serve as the liaison to the Hockey Club and will be the principal representative of the Booster Club to the general public and the media, and will be in such capacity for the best interest of the Club.

#### Section 6: Vice President

In the absence of the President or in the event of the President's death, inability, or refusal to act, the Vice President shall perform the duties of the President and, when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be prescribed by the President or the Executive Board. The Vice President will serve as Chair of the Membership Committee and shall be assisted by the Secretary in collection of all membership applications and dues as needed, all dues to be timely deposited into the Club bank account.

#### Section 7: Secretary

The Secretary shall keep the minutes of the meetings of the Executive Board and the General Membership meetings in one or more books provided for that purpose; see that all notices are fully given in accordance with the provisions of these Bylaws, the Articles of Incorporation, or as required by law; be the custodian of this corporation's records, and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be prescribed by the President or the Executive Board. The Secretary will conduct the general correspondence of the Club, keep an accurate list of memberships, issue notices as may be required for meetings of the Club and the Executive Board, and will assist the Vice President, chair of the Membership Committee, as needed to collect all membership applications and dues to be deposited into the Club bank account.

#### Section 8: Treasurer

If required by the Executive Board, the Treasurer shall give a Statement of Performance for the faithful discharge of their duties in such form as the Executive Board shall determine. The Treasurer will be listed as a Signature Authority on the Club bank account. They shall have charge and custody of all corporation funds and shall maintain financial books belonging to this corporation detailing an accurate account of all receipts and disbursements, and they shall deposit all money and other valuable effects in the name of this corporation in such depositories as may be designed for that purpose by the Executive Board. They shall direct the disbursement of funds of this corporation and shall render to the President and officers at the meetings of the Executive Board, or whenever requested by them, an account of all transactions as Treasurer and of the financial condition of this corporation. The Treasurer shall be an ex-officio member of any committee of this corporation for the purpose of disbursing or committing funds of this corporation. They will coordinate with the Fundraising Chairperson on all fundraising projects. All checks, draft notes, and orders for the payment of money will be signed by the Treasurer or President. The Treasurer will report on the financial condition of the Club at each General Membership meeting and provide a full written report of all financial transactions at each Executive Board meeting. The Treasurer is expected to be at all home games to issue banks to Chuck-a-Puck (CAP) volunteers, to close out and properly account for CAP banks and to disburse the Hockey Club's 75% share of CAP. The Treasurer shall never count funds

alone and shall always utilize a “buddy system”. If the Treasurer is unavailable for a game, they must coordinate ahead of time with another Executive Board member for the CAP cash disbursement and count.

#### Section 9: Additional Officers

Member-At-Large will serve as the liaison between the General Membership and the Executive Board and shall present any issues and concerns of the membership to the Executive Board. The Member-at-Large may conduct surveys with the General Membership to assist in collecting membership input.

The Parliamentarian will rule over all parliamentary procedures. Roberts Rules of Order will govern all parliamentary debates of the Club. The Parliamentarian will also serve as Alternate Member- At-Large and assist the Member-At-Large as needed.

Officers and assistant officers, in addition to those hereinabove described, who are elected or appointed by the Executive Board, shall perform such duties as shall be assigned to them by the President or the Executive Board.

#### Section 10: Compensation and Expenses

Officers and Committee Chairs shall serve without salary unless they are also employees of this corporation. Expenses incurred in connection with the performance of their official duties may be reimbursed upon approval of the Executive Board. All reimbursements are to be initiated by the submission of a Reimbursement Request form.

## ARTICLE VI

### INDEMNIFICATION OF OFFICERS

Each officer of this corporation now and hereafter in office and their heirs, executors, and administrators shall be indemnified by this corporation against all liabilities, costs, expenses, and amounts, including counsel fees, reasonably incurred by or imposed upon them in connection with or resulting from any action, suit, proceeding or claim, to which they may be made a party, or in which they may be or become involved by reason of their acts of omission or commission, or alleged acts as such officer, or subject to the provisions hereof, any settlement thereof, whether or not they continue to be such officer at the time of incurring such liabilities, costs, expenses, or amounts; provided that such indemnification shall not apply to liabilities incurred with respect to any matter in which such officer shall be finally ad-judged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of their duties as such officer; and provided further, that the indemnification herein provided shall, with respect to any settlement of any such suit, action, proceeding, or Claim, include reimbursement of any amounts paid and expenses reasonably incurred in settling any such suit, action, proceeding, or claim, when in the judgment of the Executive Board of this corporation such settlement and reimbursement appear to be for the best interests of this corporation. Indemnification pursuant to this Article shall be reduced by the amount of any other indemnification or reimbursement of such officer or director of the liability and expense to which indemnification is claimed. The foregoing right of indemnification shall be in addition to and not exclusive of any and all other rights as to which any such officer may be entitled under any statute, agreement, or otherwise. Expenses incurred with respect to any claim, action suit, or other proceeding

of the character described in this Article may be advanced by this corporation prior to the final disposition thereof upon receipt of any undertaking by or on behalf of the recipient to repay such amount, unless it shall ultimately be determined that he is entitled to indemnification under this Article.

## ARTICLE VII

### COMMITTEES

The Executive Board may designate and appoint such committees as are deemed appropriate. Such committees shall have the powers, operate in the manner, and be composed of persons provided for in the resolution designating and appointing such committees. The following are committees which are vital to the successful achievement of the primary functions of the Club:

Bus Food: This committee is responsible for the coordination efforts behind providing healthy snacks and drinks, as identified by the coaching staff, to the players while traveling to away games, when financially possible. This Committee will be chaired by a person appointed by the Executive Board.

Chuck-a-Puck (CAP): Coordinate CAP activities, to include volunteers to sell CAPs, set up and pack up of the CAP table and supplies prior to/during/after games, banding/re-banding of pucks, accountability of pucks and assisting the Treasurer with puck accountability once stations are set up. The CAP Committee Chair will utilize their own discretion to determine when to release volunteers from selling CAP. The CAP Committee Chair will be expected to give a report at the monthly meetings. This Committee will be chaired by a person appointed by the Executive Board and shall be overseen by the Executive Board. It is recommended to have both a Committee Chair and a Co-Chair for CAP.

Event Planning: This committee is responsible for the coordination of, at a minimum, the Meet the Team Party, the Christmas Party, and the End of Season Party for the current Booster Members, the players and the coaching staff. The Committee Chair is expected to present updates and financial status reports to the Executive Board. This Committee will be chaired by a person appointed by the Executive Board.

Fundraising: Coordinate all fundraising projects for the purpose of increasing Club operating funds. This Committee will be chaired by a person appointed by the Executive Board. The Committee Chair will submit their fundraising projects to the Executive Board for approval and oversight. The Treasurer will be involved for monetary oversight purposes and will assist as needed.

Grocery Sponsor: The obligations of Grocery Sponsor Committee fall under the Executive Board, through liaison with the coaches and organization ownership, primarily by the President or other delegated individual, to ensure Hockey Club players receive monthly grocery gift cards throughout the season, in accordance with SPHL guidelines, so as long as the Club is financially able to do so. Additionally, coordinates with the Hockey Club ownership to identify and provide items required in housing provided for the players.

Membership: Coordinates all membership initiatives and drives, coordinates, and distributes membership packets to each member, and collects and delivers dues to the Treasurer for depositing in the Club bank account. The Vice President shall oversee these duties and the Secretary shall assist with these duties.

Player Birthdays: This committee is responsible for the coordination efforts of celebrating player birthdays during the monthly General Membership meeting throughout the season. This Committee will be chaired by a person appointed by the Executive Board.

Road Trips: This committee is responsible for the coordination of road trips for out-of-town hockey games. This Committee will be chaired by a person appointed by the Executive Board.

Team Meals: Identify and coordinate, from acquiring, to set-up, to clean-up, the visiting team post-game meal for all home games as mandated by the Southern Professional Hockey League (SPHL). If the Team Meal Committee Chair determines that the Club cannot provide a post-game meal to the visiting team, the Team Meals Committee Chair must notify the Executive Board at least 48 hours prior to that game to allow for the Hockey Club to provide one. This is extremely important as the Hockey Club is fined by the SPHL for each occurrence where the visiting team is not provided with a post-game meal. A post-game team meal will also be provided to the home team when they depart directly after a game for a road trip. Additional team meals may be provided to the home team as approved by the Executive Board. The Team Meals Committee Chair is responsible for contacting the away teams' athletic trainer for special diet restrictions of players. This Committee will be chaired by a person appointed by the Executive Board.

Website Administration: This position is responsible for the timely maintenance of the Club's website along with posting current events for each of the Committees. There may be an additional member assigned to take, acquire, and upload photos of various Booster Club events and members.

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The President may assign, to any Committee Chair, other duties, which are similar to that committee's current duties, and appoint such other committees and chairperson(s) as deemed necessary.

The President, with the approval of the Executive Board, will appoint Committee Chairs. The Executive Board may remove a Committee Chair by a majority vote of the Executive Board for lack of responsibility and neglect of duties.

Committees should meet as often as necessary to fulfill the purpose for which they are appointed. Committee Chairs will present any plans, recommendations, and expenditures to the Executive Board for consideration and approval. The Committee Chairs will present reports on the progress of said plans and expenditures to the Executive Board during scheduled Executive Board meetings on the progress of said plans.

The Committee Chairs will provide monthly reports in the General Membership meetings.

## ARTICLE VIII

### CONTRACTS AND BANKING

#### Section 1. Contracts.

The Executive Board may authorize any officer or officers, agent or agents, to enter into any contract or execute or deliver any instrument in the name of and on behalf of this corporation, and such authority may be general or confined to specific instances.



## Section 2. Deposits.

All funds of this corporation not otherwise employed shall be deposited from time to time to the credit of this corporation in such banks, trust companies, or other depositories as the Executive Board may select.

## Section 3. Checks.

All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of this corporation shall be signed by such officer or officers, agent or agents of this corporation, and in such manner, as shall from time to time be determined by resolution of the Executive Board.

## Section 4. Loans.

No loan shall be made by or to this corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Executive Board. Such authority may be general or confined to specific instances; provided, however, no loans shall be made by this corporation to its officers.

## Section 5. Club Expenditures.

The President will have the right to spend funds not to exceed \$50 per month for Club activities as deemed necessary without prior approval of the Executive Board. The Executive Board may approve expenditures not to exceed \$500.00 per commitment.

All expenditures over \$500.00 per commitment must have the majority vote of approval of the membership at a General Membership meeting. If time does not allow for a meeting, the request for approval to the members, and the approval responses from the members, may be accomplished via email, with a majority approval vote counted as a majority of those who respond in favor of said expense, versus a majority of the total number of emails said request for approval is sent to. All valid receipts from approved expenditures must be presented to the Treasurer for reimbursement no later than thirty days after the expenditure occurred or by the end of the fiscal year, whichever comes first. All transactions will be recorded by the Treasurer and reported in the monthly Treasurer's report to the Executive Board and the General Membership, as well as in the monthly Reconciliation Report. Bills will be paid upon receipt and not later than thirty days after the incurred expense or by the end of the fiscal year, whichever occurs first. The Executive Board has the authority to approve and pay all taxes regardless of the amount. The above commitment amounts will be reviewed annually by the Executive Board and adjusted as required by majority vote and recorded in the minutes.

## Section 6. Bank Statements; Signatures on Account.

All bank statements shall be mailed directly to the Treasurer, with a copy either mailed or provided to the President. Changing the mailing address of the bank statements shall occur only upon election of the Treasurer, by the President and Treasurer, accompanied by a copy of the minutes of the meeting reflecting such election. New officers will execute the bank signature card, in person at the bank, upon their election. The Treasurer is responsible for providing the bank with a copy of the minutes reflecting elections and any changes in officers of the corporation, so long as it applies to the signature authorities on the Club's bank account.

## ARTICLE IX

### GIFTS

#### Section 1. Method.

Donors may make gifts to this corporation by naming or otherwise identifying this corporation, whether or not an agent is designated to have custody of the property contributed. Gifts shall vest in this corporation upon receipt and acceptance by it (whether signified by an officer, employee, or agent of this corporation). This corporation may enter into agreements with agents having custody of funds of this corporation specifying additional terms of such custody. A donor may designate one or more agents of this corporation to have custody of and administer the investment of a gift and, if more than one, the portions of the gift to be so held and administered by each. In case of failure of a donor to designate an agent of such portions, or failure of a designated agent to accept custody of a gift, the Executive Board may in each case so far as necessary designate one or more of the agents to have custody of and administer the investment of the gift and, if more than one, the portions to be so held and administered by each. All monetary donations will be deposited in the Corporation's bank account and then distributed back out from the account, regardless of the final destination.

#### Section 2. Terms.

Each donor by making a gift to this corporation accepts and agrees to all the terms of the Articles of Incorporation and these Bylaws, and agrees that the fund so created shall be subject to the provisions of these Bylaws with respect to the presumed intent of donors, variance from a donor's restrictions and amendments and termination, and to all other terms of the Articles of Incorporation, these Bylaws and any agreement between the corporation and agents having custody of the funds of this corporation, each as from time to time amended.

#### Section 3. Gifts in Trust.

If a gift is made to a trustee in trust to make income or other payments for a period, or a life or lives, or other period, to any individuals or for non-charitable, non-religious, non-literary, non-educational, and non-scientific purposes, followed by payments to this corporation, or in trust to make income or other payments to this corporation, followed by payments to any individuals or for non-charitable, non-religious, non-literary, non-educational, and non-scientific purposes, only the payments to this corporation shall be regarded as subject to this corporation's Articles of Incorporation and these Bylaws, and then only when this corporation becomes entitled to their use. The Executive Board may take such action as it from time to time deems necessary to protect this corporation's rights to receive such payments.

#### Section 4. Donor's Restrictions.

Any donor may, with respect to a gift made by such donor to this corporation, provide at the time of the gift restrictions which are not inconsistent with the charitable, religious, literary, educational, or scientific purposes of this corporation, as to the field of charitable, religious, literary, educational, or scientific purposes or particular charitable, religious, literary, educational, or scientific organizations or purposes to be supported; the manner of distribution, including amounts, times, and conditions of payment, and whether from principal and / or income; the geographical limits for use of the gift, including use in areas within or outside of Madison County, Alabama; the name, as a memorial or otherwise, for a fund given, or addition to a fund previously held, or

anonymity for the gift; and reasonable limits on or additions to investment powers of an agent having custody of the gift for the corporation. All restrictions by donors shall be followed by this corporation, except as provided in Sections 6 and 7 of this Article, in other provisions of these Bylaws, in the Articles of Incorporation, or Bylaws.

#### Section 5. Investments.

No gift shall be required to be separately invested or held unless so provided by a restriction of the donor, unless it is necessary in order to follow any other restriction of the donor as to purpose of investment, in order to prevent tax disqualification, or unless it is required by law. Restrictions involving the naming of a fund as a memorial or otherwise may be satisfied by keeping under such name accounts reflecting appropriately the interest of such fund in each common investment.

#### Section 6. Presumption as to Donors' Intent.

Each gift to and fund of this corporation shall be presumed to be intended to be used only for charitable, religious, literary, education, or scientific purposes; to be productive of a reasonable return of net income or appreciation which (except during the period referred to in Section 3 of this Article) is to be distributed at least annually, or if accumulated, is to be accumulated only in a reasonable amount and for a reasonable period for a charitable, religious, literary, educational, or scientific purpose or purposes; and to be used only for such of those purposes and in such manner as not to disqualify the gift or fund from deduction as a contribution, gift, or bequest in computing any federal income, gift, or estate tax of the donor or his estate, and not to disqualify this corporation from exemption from federal income tax under Sections 501(a) and 501(c)(3) of the Internal Revenue Code of 1954, as amended, as a qualified organization. Each gift and fund shall not be otherwise applied. If a restriction by the donor, however expressed, would, if followed, result in use contrary to the intent so presumed, or if the Executive Board is advised by counsel that there is substantial risk of such result, the restriction shall not be followed, but shall be varied by the Executive Board so far as necessary to avoid such result, except that, if the donor has clearly stated that compliance with the restriction is a condition of the gift, then the gift shall not be accepted in case of such advice, unless an appropriate judicial or administrative body first determines that the condition and restriction need not be followed. Reasonable charges and expenses of counsel for such advice and proceedings shall be proper expenses.

#### Section 7. Variance.

The Executive Board may, by the affirmative vote of a majority of its members, order a variance from the request, condition, or directive of a donor providing for a particular application of the whole or any part of the principal or income of a fund pursuant to the standards set forth in Article Three and Article Five of the Articles of Incorporation of this corporation.

#### Section 8. Refusal.

The Executive Board may refuse in the exercise of its fiduciary duties to accept any gift whenever it deems such refusal in the best interest of this corporation.

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## ARTICLE X

### DISTRIBUTION AND DISBURSEMENTS

#### Section 1. Determination of Distributions in General.

The Executive Board, not less frequently than annually, shall determine all distributions to be made from net income and principal of this corporation (including funds held by agents of this corporation) pursuant to provisions of the Articles of Incorporation and these Bylaws, and make, or authorize and direct the respective agents having custody of funds of this corporation to make, payments to organizations or persons to whom payments are to be made in such amounts and at such times and with such accompanying restrictions, if any, as it deems necessary to assure use for its exempt purposes and in the manner intended. The Executive Board shall further determine all disbursements to be made for administrative expenses incurred by this Corporation and direct the respective agents having custody of funds of this Corporation as to payment thereof and funds to be charged.

#### Section 2. Voting Requirements.

All determinations shall be by the affirmative vote of a majority of the Executive Board unless otherwise expressly provided in these Bylaws or by a donor's restriction at the time of the gift (which is nevertheless subject to variance as provided in Article X of the Bylaws).

#### Section 3. Distribution of Capital.

Determinations may be made to distribute capital from funds given without restrictions as to principal or income as well as pursuant to provisions expressly permitting use of principal. With respect to funds of this corporation in the custody of an agent, the Executive Board shall inform such agent as far in advance as such body deems practicable so as to permit the agent to adjust its investment policies accordingly, and may, upon advice from the agent as to how the desired distribution and any necessary liquidation of investments can most economically be accomplished, adjust its directions for distribution so far as it deems practicable accordingly.

#### Section 4. Investigations and Research.

The Executive Board shall gather and analyze facts and conduct such investigation and research as from time to time is necessary in order to determine the most effective agencies and means for meeting the needs of the area specified in Article Three of the Articles of Incorporation through distribution of funds given for charitable and other nonprofit purposes and may direct disbursements for such fact gathering, analysis, investigation, and research from funds given for such purposes or from funds given without restriction as to purpose.

#### Section 5. Distributions to Other Organizations or Agencies.

The Club may make, or authorize and direct the appropriate agents to make, such distributions as it deems necessary to other organizations or agencies with a majority vote of membership at a general membership meeting. Payments will be made for no other purpose other than satisfying the proper debts and expenses of this corporation. The Executive Board will ensure that such funds are utilized in a manner consistent with the charitable, religious, literary, educational, or scientific purposes of this corporation.

## ARTICLE XI

### FISCAL RESPONSIBILITY

#### Section 1. Accounting Year.

The accounting year and taxable year of this corporation shall begin on January 1, and continue until December 31. All required tax forms shall be filed, and paid if appropriate, no later than April 1.

#### Section 2. Accounting.

The Executive Board shall from time to time employ an accountant. From time to time the accountant shall prepare a schedule of combined capital assets and liabilities; a statement of income, expenses, and distributions; and a list of projects and/or organizations to or for which funds were used or distributed for its exempt purposes. The accountant shall also prepare such other additional reports or information as may be ordered from time to time from the Executive Board. All such reports shall include funds held directly by this corporation and funds held by any agent, custodian, or trustee on behalf of this corporation. The accountant shall also prepare returns or reports required by federal, state, or local governmental authorities to be filed by this corporation. The accountant's charges and expenses shall be proper expenses and do not require General Membership approval, regardless of the amount.

#### Section 3. Inspection Notice.

The annual return required by section 6033 of the Internal Revenue Code shall be made available for inspection at the principal office of the corporation during regular business hours by any citizen on request made within one hundred eighty (180) days after the publication of notice of the availability of such return. Such notice shall be published not later than the day prescribed for filing such return, including any extension of time for filing, in a newspaper having general circulation in the county in which the corporation's principal office is located. The notice shall state that the annual return is available at the corporation's principal office for inspection during regular business hours by any citizen who requests inspections within one hundred eighty (180) days after the date of such publication and shall state the address of the Corporation's principal office and the President's name.

## ARTICLE XII

### SEAL

The Executive Board shall provide for a corporate seal which shall be circular in form and shall have inscribed thereon the name of Trust Corporation and the words "CORPORATE SEAL" and "ALABAMA".

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**ARTICLE XIII**

**INTERPRETATION, CONSTRUCTION AND AMENDMENTS OF BYLAWS**

All questions of interpretation or construction of these Bylaws will be decided by the Executive Board, whose decision thereon will be final. These Bylaws may be altered, amended, or repealed and new Bylaws adopted by the vote of affirmation of a majority of the members in attendance at any regular or special meetings of the General Membership.

**ARTICLE XIV**

**TERMINATION**

In the event of the termination of the Hockey Supporters of Huntsville Alabama, Inc., all assets will be donated to one or more local charities at the discretion of the Executive Board.

**ARTICLE XV**

**PLACEMENT**

A signed copy of these Bylaws will be sent to the General Manager and Team Owner of the professional Hockey Club. A copy will be furnished to each membership.

**CERTIFICATE**

I, the undersigned, hereby certify that I am the President of HOCKEY SUPPORTERS OF HUNTSVILLE ALABAMA, INC., and that the attached Bylaws of HOCKEY SUPPORTERS OF HUNTSVILLE ALABAMA, INC., were adopted by the Executive Board on the date hereof, and are the authentic Bylaws of HOCKEY SUPPORTERS OF HUNTSVILLE ALABAMA, INC.

DATED: 12/10/2023

BY: Tonia L. Osieczurek

PRINTED NAME: Tonia L. Osieczurek  
ITS: PRESIDENT