

BYLAWS
OF
GATOR TIP-OFF CLUB, INC.

Article I
Name

Section 1. This corporation shall be known as the Gator Tip-Off Club, Inc.

Article II
Object

Section 1. The object of this corporation shall be to promote and support University of Florida basketball, to provide information to the members, and to foster fellowship among the membership of the corporation.

Article III
Membership

Section 1. The allowable total membership of this corporation may be set annually by the Board of Directors.

Section 2. Any person, eighteen years of age, or over, who is identified with, or interested in good sportsmanship among basketball followers, shall be eligible for membership in this corporation. The board may establish a junior membership for those under eighteen years of age.

Section 3. Membership in this corporation shall not be transferable.

Section 4. Any member whose membership in this corporation has been terminated in any manner shall forfeit all interest in any funds or property belonging to the corporation.

Article IV
Guests

Section 1. The Board of Directors shall determine what guests, if any, may be brought to meetings. The Board of Directors may also invite guests to meetings as guests of the corporation.

Article V
Meetings

Section 1. Regular meetings of the corporation shall be held at a time and place designated by the Board of Directors.

Section 2. The Captain, or in the Captain's absence or incapacity, the Alternate Captain, may call special meetings of the corporation. Special meetings may be called by a majority of club members present at a regular meeting. Special assessments on the membership shall be made to cover the expenses of these meetings.

Section 3. Regular meetings of the Board of Directors shall be subject to the call of the Captain, or Alternate Captain in the event the Captain is absent or incapacitated. A simple majority of Board members may call a special meeting of the Board.

Article VI
Elections

Section 1. The Captain shall appoint a nominating committee from the membership by January 15th of the year composed of three (3) non-board members and the Immediate past Captain who will serve in an advisory, non-voting capacity with the committee. The nominating committee shall collect nominations from the membership, evaluate the candidates and recommend one member for each vacancy on the Board of Directors.

Section 2. Members may be nominated from the floor as candidates for membership on the Board of Directors.

Section 3. The nominee receiving a plurality of the votes of the members shall be declared elected to the office for which such member was nominated. In voting for Directors, each member in good standing shall be entitled to one vote for each of the number of such directors to be elected.

Section 4. A report of the nominating committee shall be made at the meeting of the third (3) last home game of the season. The election of directors shall be held at the meeting for the second (2) last home game of the season. Results of the elections will be announced at the meeting for the last home game of the season. New directors will take office at the beginning of the next fiscal year (May 1st) and serve until the close of that fiscal year (April 30th).

Section 5. Vacancies occurring on the Board of Directors or in any office shall be filled by the Board of Directors.

Article V11 Officers

Section 1. The officers of the corporation shall be a Captain, an Alternate Captain, a Center and a Manager, whose duties shall correspond with those of a President, a Vice President, a Treasurer and a Secretary, respectively, all of whom shall be elected as provided by the Bylaws. The officers shall be elected by the Board of Directors from its membership. The officers shall enter upon their duties at the close of the fiscal year and shall hold office until the close of that fiscal year.

Section 2. The Captain (or in his/her absence, the Alternate Captain) shall preside at all meetings. In the absence of both, the other members of the Executive Committee present shall select one of their number to preside.

Section 3. The Alternate Captain shall preside at all meetings in the absence of the Captain and perform other duties as assigned by the Captain.

Section 4. The Center will be responsible for detailed records of all receipts and disbursements. Such records must be examined, approved and retained by the Board of Directors and be available for inspection by any member of the corporation.

Section 5. The funds of the corporation shall be deposited in a banking institution approved by the Board of Directors and shall be subject to disbursement by check signed by any two (2) of the following: the Captain, the Alternate Captain, the Center, or the Immediate Past Captain.

Section 6. The Manager will be responsible for maintenance of the corporate records and official correspondence.

Article VIII Directors

Section 1. The management of the affairs of the corporation shall be vested in the Board of Directors. A majority of the Board of Directors shall constitute a quorum for the transaction of business. The Board of Directors shall determine the number of directors who shall be elected as provided by the Bylaws.

Section 2. Expenditures shall be made only upon authority of the Board of Directors in accordance with the budget developed and approved for the fiscal year.

Section 3. In the event of any question arising on any matter not covered or provided by the Bylaws, the action of the Board of Directors shall be conclusive thereon.

Section 4. The Board of Directors shall be composed of twelve (12) members elected from the membership and the Immediate Past Captain if not an elected member of the board.

Section 5. Effective with the beginning of the fiscal year, six new Directors elected from the membership will begin serving a two-year term along with the six remaining directors serving the second year of their two-year term. No person may be reelected to the Board of Directors more than one (1) time without having been off the Board of Directors for at least one (1) year.

Section 6. The Board members serving the second year of a second term shall comprise the nominating committee for the Board officers. They shall present a slate of officer candidates at the first board meeting following election of the new board.

Section 7. The Board of Directors shall fill any vacancy in any office for the remainder of the unexpired term. In the event of a vacancy in the office of Past Captain, the Board of Directors shall fill such vacancy with the most recent Past Captain willing to serve. Filling an unexpired term will not preclude a member from serving two complete two-year terms.

Article IX General Committees

Section 1. The Captain, with the approval of the Board of Directors, may appoint such committees as deemed necessary or advisable. Such committees shall have such duties as may be assigned by the Captain.

Article X Executive Committee

Section 1. The Executive Committee of the corporation shall be the Captain, Alternate Captain, Center, Manager, and Immediate Past Captain. The Executive Committee shall have the authority to make decisions for the corporation, which do not require approval of the Board of Directors or general membership and to act for the corporation in matters of an emergency or in matters where it is impossible or impractical to convene the Board of Directors. The Executive Committee shall report its action to the next meeting of the Board of Directors. If action of the Executive Committee is prospective in nature and to be undertaken after the next Board of Directors meeting, such action shall be ratified by the Board of Directors. The Executive Committee cannot amend the bylaws. Expenditure of funds by the Executive committee in excess of Board approved budget lines is limited to Five Hundred Dollars (\$500.00) without prior approval of the Board of Directors.

Section 2. Annual dues, including entrance fee, as determined by the Board of Directors, shall be payable upon acceptance of membership in this corporation.

Section 3. Annual dues shall be due and payable on a date set by the board prior to basketball season.

Article XI
Fiscal Year

Section 1. The fiscal year of the corporation shall be May 1 to April 30. The Board of Directors, by majority vote, may change the fiscal year of the corporation.

Article XII
Registered Agent

Section 1. The Board of Directors shall have the authority to designate a Registered Agent for the corporation to accept service on behalf of the corporation.

Article XIII
Amendments

Section 1. These Bylaws may be amended by a majority of the membership present at any meeting where at least thirty (30) days prior notice of such meeting, together with notice of the proposed amendments, have been given to the membership.

These Bylaws stand as amended and adopted by a majority vote of the Tip-Off Club membership this 31st day of January, 2007.

Manager

Center