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*DALLAS TEAM HANDBALL CLUB*

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**BYLAWS  
OF  
DALLAS TEAM HANDBALL CLUB  
(DALLAS THC)**

**ARTICLE I – PURPOSE**

1.1 *General.* The purposes for which Dallas Team Handball Club is organized are:

1.1.1 Dallas THC is organized and shall be operated exclusively for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”) or the corresponding section of any future federal tax code. Specifically, Dallas THC shall work to strengthen nonprofits through exclusively supporting national and international amateur sports competitions.

1.1.2. To engage in any lawful activities incidental to the purposes above, without restriction, confidently maximizing our impact and potential for success.

1.2 *Powers.* Dallas THC is a non-profit corporation and shall have all the powers, duties, authorizations, and responsibilities as provided in the Texas Non-Profit Corporation Act; provided, however, Dallas THC shall neither have nor exercise directly or indirectly in any activity, that would invalidate its status as a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code.

**ARTICLE II – OFFICES**

2.1 *Principal Office.* The principal office of Dallas THC shall be located at 12624 Feathering Drive, Frisco, TX 75036.

2.2 *Other Offices.* Dallas THC may have such other offices as the Board of Directors may determine or as the affairs of Dallas THC may require from time to time.

**ARTICLE III – BOARD OF DIRECTORS**

3.1 *General Powers and Responsibilities.* Dallas THC shall be governed by a Board of Directors with all the rights, powers, privileges, and limitations of liability of directors of a nonprofit corporation organized under the Texas Non-Profit Corporation Act. The Board of Directors shall establish policies and directives governing the business and programs of Dallas THC and shall delegate to the President and Dallas THC Officers, subject to the provisions of these bylaws, authority, and responsibility to ensure that the policies and directives are appropriately followed.

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3.2 *Number and Qualifications.* The Board of Directors shall consist of not less than three and not more than five Directors, the specific number to be set by resolution of the Board. The number of directors can be changed by a majority vote of the serving board.

3.2.1 The Corporation's Board of Directors does not need to be a resident of the State of Texas. Directors may have such other qualifications as the Board may prescribe by amendment to these bylaws.

3.3 *Election of Directors.* The initial Directors named in the Articles of Incorporation shall serve for the first twelve months until the annual meeting of the Board and can be re-elected.

3.3.1 Successor Directors shall be elected at the annual meeting of the Board.

3.4 *Term of Office.* Unless a Director dies, resigns, or is removed, he or she shall hold office until his or her successor is elected, whichever is later. There is not a consecutive term limit for the Board of Directors.

3.5 *Annual Meeting.* The Board's regular meetings may be held at such time and place as shall be determined by the Board.

3.5.1 Special meetings of the Board may be called by or at the written request of the President, Secretary, or any two Directors.

3.6 *Quorum.* A quorum for conducting business shall be a majority of the Board members.

3.7 *Compensation.* The Directors shall receive no compensation for their service as Directors but may receive reimbursement for expenditures incurred on behalf of the Corporation.

3.8 *Resignation.* Any Director may resign at any time by delivering written notice to the President or the Secretary at the registered office of the Corporation, or by giving oral or written notice at any meeting of the Directors. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

3.8.1 Automatic-resignation. If a board member loses contact with the organization or is absent for three consecutive annual meetings, they will lose their seat on the board due to automatic resignation.

#### **ARTICLE IV. OFFICERS**

4.1 *Officers.* The officers of the organization shall be a President, Vice President, Secretary, and Treasurer.

4.1.1 Duties;

a. President: Presides over meetings, and represents the organization.

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- b. Vice President: Assists the President and presides in their absence.
- c. Secretary: Maintains records and minutes of meetings.
- d. Treasurer: Manages the financial affairs of the organization.

4.2 *Election and Term of Office.* The Officers of the Corporation shall be elected every two years by the Board of Directors at the annual meeting of the Board. Unless an officer dies, resigns, or is removed from office, he or she shall hold office until the next annual meeting of the Board or until his or her successor is elected.

4.3 *Resignation.* Any officer may resign at any time by delivering written notice to the President, the Vice President, the Secretary, or the Board, or by giving oral or written notice at any meeting of the Board. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

4.4 *Removal.* Any officer or agent elected or appointed by the Board may be removed from office by the Board whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

4.5 *Vacancies.* A vacancy in any office created by the death, resignation, removal, disqualification, creation of a new office, or any other cause may be filled by the Board for the unexpired portion of the term or a new term established by the Board.

## **ARTICLE V. ADMINISTRATIVE PROVISIONS**

5.1 *Loans.* No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

5.2 *Loans or Extensions of Credit to Officers and Directors.* No loans shall be made and no credit shall be extended by the Corporation to its officers or Directors.

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

5.4 *Deposits.* All funds of Dallas THC shall be deposited from time to time to the credit of Dallas THC in such banks, trust companies, or other depositories as the Board shall select.

5.5 *Fiscal Year.* The fiscal year of the Dallas THC shall be from January 1st to December 31st.

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5.6 *Annual Budget.* The Board shall adopt an annual operating budget, which specifies major expenditures by type and amount.

5.7 *Books and Records.* Dallas THC shall keep correct and complete books and accounting records and shall also keep minutes of the proceedings of its Board.

5.8 *Acceptance of Gifts.* The Board may accept on behalf of Dallas THC any cash contribution, gift, bequest, or devise for the general purposes, or any special purpose, of Dallas THC. Before acceptance of a significant non-cash contribution, gift, bequest, or devise, the Board shall determine, by resolution thereof, that the acceptance of such non-cash contribution, gift, bequest, or devise by Dallas THC would be consistent with and further the purposes of Dallas THC.

5.9 *Exempt Activities.* Notwithstanding any other rules in these bylaws, no member of the Board, Officer, or representative of Dallas THC is allowed to take any action or engage in any activity on behalf of Dallas THC that is not permitted for an organization exempt from federal income taxation under sections 501(a) and 501(c)(3) of the Code.

## **ARTICLE VI. SEVERABILITY OF CLAUSES**

If any provisions of these Bylaws are held illegal or unenforceable in a judicial proceeding, such provision shall be severed and shall be inoperative, and the remainder of these Bylaws shall remain operative and binding.

## **ARTICLE VII. AMENDMENTS**

These bylaws can be modified, amended, or revoked, and new bylaws can be adopted by a majority vote of the Directors currently in office.

The above bylaws were adopted by the majority of the Directors in office at a Board of Directors meeting with a quorum present.

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Secretary