



BYLAWS OF THE
TEXAS XPRESS BASKETBALL CLUB (TXBC)



9/14/2009

ARTICLE I- NAME AND PURPOSE

1.01 Name - These Bylaws (referred to herein as the "Bylaws") govern the affairs of the TEXAS XPRESS BASKETBALL (referred to herein as "TXBC"), a 501(c)(3) non-profit organization by virtue of its membership in the Amateur Athletic Union (AAU).

1.02 Purpose - TXBC seeks to promote the game of basketball, team sportsmanship, and develop character through competitive play. TXBC is organized exclusively to prepare young athletes for basketball in the Elementary, Middle School and Senior High levels by teaching individual and team fundamentals as well as building character for the players. The goal of TXBC is to establish a competitive year-round basketball organization based in Coppell to compete in competitive tournaments and leagues throughout the Dallas/Ft Worth Metroplex.

ARTICLE II - BOARD OF DIRECTORS AND BOARD POSITIONS

2.01 - Role. The business and affairs of TXBC shall be managed and controlled by a Board of Directors. The Board of Directors (referred to herein as "Board") shall establish all policies, rules, and procedures not covered by these Bylaws. The Board consists, unless changed within the provisions of the Bylaws, of the following positions:

CHAIRMAN

- To preside over all meetings.
- To appoint committees and act as ex-officio officer presiding at all committee meetings.
- To counter-sign orders and checks as needed.
- To call meetings as needed.
- To be Chief Executive Officer of TXBC.

VICE CHAIRMAN

- To preside over all meetings in the absence of the Chairman.
- To coordinate all practice usage agreements and practice schedules.
- To counter-sign orders and checks as needed.
- To perform such other duties as assigned by the Chairman.

TREASURER

- To receive and collect all TXBC Club funds.
- To dispense all bills and charges under the direction of the Board.
- To maintain an accurate and current ledger as to all TXBC funds.
- To provide a full report of receipts and expenditures, deposit balances, and overall financial condition at each meeting of the membership (with the exception of special meetings).
- To pay for practice facilities and to collect money from the teams for the courts they reserve.
- To perform such other duties as assigned by the Chairman or Vice Chairman.



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SECRETARY

- To record and keep on file minutes of each meeting of the Board, and distribute to Board members no later than the next scheduled meeting.
- To provide timely communication between the TXBC, the Members, and the general public.
- To schedule, coordinate, and oversee all literature and collateral material provided to the public.
- To provide to local publications information regarding any other pertinent information on a timely basis.
- To maintain and/or contract out the updating of the Texas Xpress website (www.texasxpress.com).
- To perform such other duties as assigned by the Chairman or Vice Chairman.

DIRECTOR OF SPIRIT WEAR INCLUDING UNIFORMS

- To solicit bids for team uniforms from sporting goods dealers.
- To coordinate, with Board approval, the selection of uniforms with regard to team names and colors.
- To provide a means for uniform sizing during player registration.
- To coordinate distribution of all team uniforms.
- To perform such other duties as assigned by the Chairman or Vice Chairman.

DIRECTOR OF RISK MANAGEMENT

- Conduct required background checks of all Board Members, Head coaches and Assistant coaches in accordance with standard polices.
- Report background check results directly to the Chairman.
- To perform such other duties as assigned by the Chairman or Vice Chairman.

ARTICLE III - OFFICES

3.01 Principal Office. The principal office of the TXBC shall be located at:

**820 S. MacArthur Blvd. Suite #105-303
Coppell, TX 75019**

ARTICLE IV - MEMBERS

4.01 - Members of TXBC are designated as either voting or non-voting members.

4.02 - A voting member is defined as a member who fills a position on the Board of Directors as defined in Articles II and V.

4.03 - Non-voting members are the parents/guardian of a TXBC player that is in good standing and currently registered as an active member with a TXBC team.

ARTICLE V - BOARD TERMS



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5.01 - Term. The Directors of TXBC shall be elected by the voting members for a term of one year. The one-year term is aligned with the TXBC fiscal year of September 1 to August 31. No person may hold more than one elected office.

5.02 - Election of New Directors. The voting members at each annual June meeting shall elect the new Board. Board positions will be filled as follows:

Boys 8th Grade Team Manager - Chairman
Boys 7th Grade Team Manager - Vice Chairman
Boys 6th Grade Team Manager - Treasurer
Boys 5th Grade Team Manager - Secretary
Boys 4th Grade Team Manager - Director of Uniforms
Boys 3rd Grade Team Manager - Director of Risk Management and Fund Raising

The board may decide to add new board positions or change the assignment of board officers from those outlined above. The outgoing board must approve any such changes before the election of the new board.

5.03 - Resignation. Any officer of TXBC may resign his/her position by submitting a written resignation to the Chairman.

5.04 - Vacancies. Any vacancy in the Board occurring during the year, including a vacancy created by an increase in the number of directors, shall be filled for the unexpired portion of the term by a majority vote of the remaining board members. Any director elected to fill a vacancy shall hold office until the election and qualification of a successor.

ARTICLE VI - BOARD MEETINGS

6.01 - Regular Meetings. The time, place and date of scheduled meetings are to be decided by the Board. All meetings of the members for the election of the directors shall be held in the confines of the TXBC area. Meetings of members for any other purpose may be held at such time and place as shall be stated in the notice of the meeting.

6.02 - Annual Meeting. The annual meeting shall be held in the month of June to elect a new Board to serve for the term of one year and the presentation of reports. The Treasurer will submit a financial review and a closing financial statement for the previous year. This presentation will be the final act of the outgoing Treasurer before the new Treasurer is elected.

6.03 - Special Meetings. Special meetings of members, for any purpose or purposes unless otherwise prescribed by statutes or these Bylaws, may be called by the Chairman, the Board, or not less than one-third of all members of the TXBC entitled to vote at any meeting. The business to be transacted and the purpose of any special meeting must be specified in the notice, except where expressly provided for in these Bylaws.

6.04 At any regular or properly called meeting, the vote of the majority of the members present having voting power shall decide any questions brought before such meetings unless the question is one upon which, by



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express provision of the statutes or these Bylaws, a different vote is required; in which case such express provision shall govern and control the decision of such question.

ARTICLE VII - BACKGROUND CHECKS

7.01 - Background Checks. The Director of Risk Management will conduct a background check on all coaches in accordance with reasonable policies such as those used by other youth organizations in Coppell. All Board Members are required to submit to the same background check. Each team is financially responsible for the background check and will have all payments made through the Club Treasurer.

ARTICLE VIII - 501(c)(3) STATUS

8.01 - Maintaining Status. TXBC has elected to obtain a 501(c)(3) non-profit status by becoming a member of the Amateur Athletic Union (AAU). AAU membership is a paid annual membership that requires annual renewal. Failure to maintain that renewal will mean the loss of the 501(c)(3) status. AAU membership runs from September 1 thru August 31. If the membership lapses, the Board is responsible for updating the Bylaws to reflect that TXBC no longer has a 501(c)(3) status.

ARTICLE IX - PLAYER FEES

9.01 - PLAYER MEMBERSHIP DUES. The Board may elect to collect a player membership fee from all TXBC player. The funds collected would be used to support TXBC activities such as, but not limited to,

Club supplies, club training material/equipment, coaching clinics, money needed to support a fund raising event such as the 3on3 tournament, AAU membership, background checks, basic supplies needed by the Board to run TXCB.

All fees should be used to support activities directly related to TXCB business.

A player fee would normally be determined at the beginning of the playing season. It will typically be a nominal (\$10 per player) amount. Payment of the fee is required to keep the player in good standing.

9.02 - TEAM FEE. The fee a player pays to be a part of a team is determined by the team manager based on input from the parents and coaches. Fees will vary from team to team because it is based on the length of the playing season, the number of practices, number of games, uniform costs and the coaching fee. The Board will provide guidance if needed to teams who need help putting together a team budget.

The player team fee would typically be determined at the beginning of the playing season. Payment of the fee is required to keep the player in good standing.

ARTICLE X - PLAYER CONTRACTS

10.01 - PLAYER CONTRACTS.. The Board may elect to have each active player and his/her parent/guardian sign a player's contract. Player contracts would outline the roles and obligations of all parties involved in a player's participation in TXBC.



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ARTICLE XI - COACHES

11.01 - APPROVAL OF COACHES. Team Managers are responsible for identifying and recruiting coaches for their team. The Board will provide guidance during the coach selection process and, when possible, refer qualified coaches and help with the selection process. The coaching fee will be determined by the Team Manager with guidance from the Board.

ARTICLE XII - MISCELLANEOUS

12.01 - Fiscal Year. The fiscal year of the TXBC shall be from July 1 through June 30 of each calendar year or as determined by the Board.

12.02 - Books and Records. The TXBC shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board and committees having any of the authority of the Board and shall keep at the registered or principal office a record giving the names and addresses of the persons entitled to vote. All books and records of the TXBC may be inspected for any proper purpose at any reasonable time by other Board members.

12.03 - Bylaw Updates. These Bylaws may be altered, amended, or repealed, or new Bylaws may be adopted, by the Board acting by the affirmative vote of a majority of the Board at any annual or regular meeting, or at any special meeting if at least seven (7) days prior written notice is given of the intention to alter, amend, or repeal these Bylaws or to adopt new Bylaws at such meeting and the notice specifies that an alteration, amendment, or repeal will be considered at the meeting.

12.04 - Actions of the Board. The Board shall try to act by consensus. However, the vote of a majority of directors present and voting at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

12.05 - Proxies. For the purpose of determining the decision of the Board, a director who is represented by proxy in a vote is considered present. A director may vote by proxy executed in writing by the director.

12.06 - Trademark of Texas Xpress. The registration of the Texas Xpress trademark has been granted by the Office of the Secretary of State of Texas on August 22, 2008, Registration Number: 801012836. A trademark registration is effective for a period of ten (10) years from the date of registration. Renewal of a registration may be filed within the six (6) months preceding the date of expiration. Renewals extend the registration for an additional ten (10) year term. After a registration has expired, renewal is not permissible and a new application for registration must be filed.

At the time of renewal, the Board will need to decide if they wish to extend the registration. The cost of registration is \$50 (2008)

12.07 - Dissolution. Upon the dissolution of the Club, assets will be sold and the proceeds donated to the Coppell High School Basketball Booster Club.