ARTICLES OF INCORPORATION
OF
380 Youth Sports Organization

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I.

Name

The name of the corporation is “380 Youth Sports Organization” hereinafter referred as 380YSO.

The term “380YSO” references the organization as a whole including the Board and its members.

ARTICLE II.

Duration

The period of its duration is perpetual. 380YSO will exist from year to year unless dissolved by a two-thirds vote of a 380YSO quorum. The year is a calendar year of January 1st through December 31st.

ARTICLE III.

Purpose

The Corporation does not contemplate pecuniary gain or profit to any member. Said corporation is
organized exclusively to create a youth sports program based upon the ideals of good sportsmanship, integrity, personal responsibility, self-sacrifice, and teamwork taught through organized athletic activities. including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(3)(c) of the Internal Revenue Code, or the corresponding section of any future tax code.

The primary goal is to foster these qualities within each individual. The organization will not place a priority on winning and will not tolerate a win at all costs attitude among its membership.

ARTICLE IV.

Authority

380YSO shall have authority over all individual organization members, organization teams, their players, coaches, assistant coaches, and parents when participating in organization meetings, practices or games and when observing meetings, practices or games.

ARTICLE V.

Boundaries

380YSO shall be open to residents of the 380 Corridor and its surrounding communities including the Cities of Aubrey, Little Elm, and Oak Point including all students of DISD, AISD and LEISD, whichever is greater.

Residents from outside this area may participate following a vote by the 380YSO Board to allow
open participation for each independent sport season. Open participation must be voted on at the beginning of each sport season and does not carryover into the following year.

ARTICLE VI.

Affiliations

The 380YSO Board shall determine the appropriate affiliations to accomplish the purpose of the organization.

ARTICLE VII

Membership

All youth residents of the aforementioned areas, as defined in Article 5 of this constitution or by approved open participation, that are eligible for 380YSO sport programs will be members of this organization upon registration.

All parents or guardians of youth members are automatically members at large eligible to serve as Board Members, Directors, Coaches, and Assistant Coaches.

Members must comply with all eligibility requirements set forth in this section as well as any unique requirements set forth within sport specific bylaws.

Individuals from outside the aforementioned areas, as defined in Article 5 of this constitution, may become members and participate in the organization with a vote of approval from the 380YSO Board.

ARTICLE VIII

Voting
Each 380YSO adult member 18 or over (limited to 4 persons per family unit) including Board Members, Directors, Coaches, and Assistant Coaches shall have 1 vote.

Voting must be done in person at a properly announced meeting of the Board or by circulated Email where 1 original Email containing the motion is made, a reply seconding the motion is received and each voting member then votes and forwards the original to the next member so that the final Email contains the motion, the second, and the votes of each member and can be printed and retained in the minutes.

A quorum shall be defined as all members of the Board, Directors, and an equal number of members at large. For example, the Board consists of a President, Vice President, Treasurer, and Secretary. There may also be Directors appointed for each sport including soccer, football, basketball and baseball/softball, as well as a Director of concessions, Director of Fundraising, Director of Equipment, Director of Publicity, etc…. for a total of eight or more. To have a quorum would require these Board Members as well as an additional eight general members for a total of 16 people at the meeting.

The role of Immediate Past President would vote in case of a tie.

The 380YSO membership at large shall elect the Members of the Board, participate in all votes requiring a quorum, and all votes involving a change to this Constitution or sport program bylaws.

ARTICLE IX

Discipline

A Board Member with the assistance and agreement of at least two members of the 380YSO present at a practice, game or meeting of 380YSO may remove a member, coach, assistant coach, player,
or parent/guardian of a player that has demonstrated improper conduct as described in this constitution of
380YSO, specific sport bylaws, or affiliated governing bodies and leagues.

The removed individual(s) has the right to address the action in front of the entire Board in
executive session at the next properly scheduled meeting. A vote of confidence in the action will be taken
by the Board. If it is determined that the removal was improper a public apology will be published in the
next issue of the community newspaper.

Disciplinary actions include but are not limited to the following;

a. Letter of warning from 380YSO President.

b. Appearance before the Board.

c. Removal from and prevention from attending, participating, or coaching practices
and/or games.

d. Expulsion from 380YSO.

**ARTICLE X**

**Expulsion**

The Board may expel a member(s) for cause as described in rules of conduct under this
constitution of 380YSO, the specific sport bylaws, and any affiliated governing body or league.

The member(s) being expelled must be made aware of the Board meeting at which the action will
be taken and has the right to address the action in executive session in front of the entire Board. Expulsion
requires a two-thirds majority vote by the entire Board.

**ARTICLE XI**
Governing Body

The Board

The Board shall be the governing body of the 380YSO and shall transact all business and enforce all rules for the same.

The Board consists of the President, Vice President, Treasurer, Secretary and Immediate Past President as well as includes any Directors appointed by the Board.

Board members must be elected from the eligible voting membership.

Board members terms are not to exceed 2 years. The positions of President and Treasurer will be elected on even number years (i.e., 2008, 2010, etc.) only. The positions of Vice President and Secretary will be elected on odd number years (i.e., 2009, 2011, etc.) only.

Founding Board member positions are interim until the formal election of their respective year.

The Board may create or dissolve Director positions and appoint the Directors to handle specific programs or tasks within 380YSO to meet the needs of the organization.

The Board shall set budgets for 380YSO programs and monitor them for compliance.

a. Budgets will include planning for those requesting reduced or no fees.

b. Budgets will include discount planning for families with multiple participants.

The Board shall establish a process to consider requests for reduced or no fees for
participants.

The Board shall hear all protests and decide or settle all disputes.

President

The chief officer charged with the overall administrative functions of 380YSO.

The President may have prior experience as a Board member or director within 380YSO or other Youth Sports Organization. A simple majority vote of a quorum may elect a President that has no previous experience.

The President shall be directly responsible for;

a. Scheduling and leading meetings and preparing the agenda.

b. Investigating the circumstances involved in the removal of a member that has displayed improper conduct from a game or practice as described by the constitution of 380YSO or its affiliated governing bodies.

c. Serve as the representative of 380YSO in all public matters.

d. Oversee team drafts when necessary.

e. Developing and maintaining sponsor relations for 380YSO.

f. Provide resources and support for all other areas of 380YSO.

g. Take prudent and reasonable action in circumstances not covered.

h. Perform any other duties as assigned by the Board.

Vice President

Shall be elected at large from the membership.

The Vice President shall be directly responsible for;

a. Registration of all participants and preparing the rosters for sports, teams, and coaches.
b. Recommend any changes to this constitution or bylaws.

c. Assume the duties of President in his/her absence.

d. Perform any other duties as assigned by the President or the Board.

**Treasurer**

Shall be elected at large.

The Treasurer shall be responsible for;

a. Collecting and disbursing all money for the 380YSO.

b. Keep a detailed amount of all income and expense.

c. Report to the Board at each regular meeting the financial status of 380YSO.

d. Maintain the signing authority of all 380YSO accounts. The Treasurer and President will be the individually authorized signors on all accounts.

e. Present all records to either the Vice President or Secretary for review and audit annually.

f. Coordinate the preparation of seasonal and annual budgets.

g. Perform other duties as assigned by the President or the Board.

**Secretary**

Shall be elected at large.

The Secretary shall be responsible for;

a. Recording the minutes of all meetings and have them ready to distribute at the next meeting.

b. Checking the Post Office mailbox and distributing the mail.

c. Publicize through whatever means possible the activities of the 380YSO.

d. Perform all duties as assigned by the President or the Board.

**Immediate Past President**

Shall be responsible for:

a. Support and guidance for the new Board.
b. Immediate Past President will vote when the members voting ends in a tie.

**Directors**

Shall be responsible for:

a. Operation and function of the program they are appointed to.

b. Staying within the budget approved for the program.

c. Organizing and dividing the required work within the program.

d. Recruiting volunteers and/or coaches to perform the work required by the program.

**ARTICLE XII**

**Rules of Conduct**

All persons associated with 380YSO activities as conducted by this organization are expected to conduct themselves in a manner that is conducive to good sportsmanship and a wholesome atmosphere for children members of the organization.

Misconduct will not be tolerated and will be considered cause for immediate disciplinary action.

Examples of misconduct include but are not limited to;

a. Foul, profane, or abusive language.

b. Arguing with officials, coaches, or players. This is not to be confused with challenging an official call. Arguing results from refusal to accept the final decision of an official after the coach’s challenge has been made and considered by the official.

c. Destruction of equipment or facilities.

d. Verbal and / or physical assault at any league event.

e. Consumption of alcohol or use of tobacco at any league event.

f. Any action that is deemed disruptive to the orderly conduct of the event.
g. Any violation of City, State, or Federal regulation, ordinance, and law.

h. Only designated coaches and other necessary personnel are allowed on the bench, sideline, or field during a practice or game.

Reporting misconduct.

a. In person at a regularly scheduled Board meeting.

b. By letter to the Board.

c. To a Board member who may be present at the time the misconduct occurs.

d. All reports of misconduct must be first hand, the individual reporting must have witnessed the misconduct or the individuals child was the victim of or witness to the misconduct. In all cases of misconduct reported to the Board where a Board member or Director is not a witness, investigation will occur to verify and clarify the circumstances of the incident.

ARTICLE XIII

Other Details

Regularly scheduled meetings will be held at least every other month or more often as needed to tend to 380YSO business.

Special meetings require 2 weeks notice of the meeting and its agenda items. Notice to be given by; direct mail, newspaper publication, email, or direct phone call.

This constitution may be amended or changed by a two thirds vote of a quorum.

The sport program bylaws of 380YSO may be amended, adopted, or changed by a simple majority vote of members present.

At no time will decisions or actions be taken to benefit a single participant or minority of participants over the majority.

Team drafts and rosters will not be manipulated to benefit individuals or provide special playing
opportunity to select individuals.

Each sport may have specific guidelines surrounding protected players and player enrollment.

The recreational sport programs will have mandatory amounts of participation required for each participant specified within the sport program bylaws. These requirements will be in effect for all regular season games.

Rules for competitive play at tournaments and league championships will be specified within the sport program bylaws.

All dues or fees for each sport program will be paid in full by the first game of that sport program season unless arrangements have been made with the Treasurer or the youth athlete will not be allowed to play.

Competitive or select programs are possible provided that a written tryout process is approved by the 380YSO board and supervised by the 380YSO President.

**ARTICLE XIV**

**Restrictions**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors or officers of the Corporation, or any private individual or other entity except that reasonable compensation may be paid for services rendered to or for the Corporation at the express behest and request of the Board of Directors of the Corporation. No member, director, or officer of the Corporation, or any private individual or other entity shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall not
have the power to engage in any activities, except to an insubstantial degree, that are not in furtherance of the purposes set forth above. The Corporation shall have no power to take any action that would be inconsistent with the requirements of either the Texas Non-Profit Corporation Act, Article 1396-1.01, et seq, Revised Civil Statutes or with the requirements for a tax exemption under the Internal Revenue Code and related regulations, rulings and procedures.

Regardless of any other provision in these Articles of Incorporation, the Corporation shall have no power to:

(1) Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings and procedures, except to an insubstantial degree.

Serve a private interest other than one that is clearly incidental to an overriding public interest.

Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures.

Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.

Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings and procedures.

**ARTICLE XVI**
**Principal Place of Business**

The principle office and operations of the organization shall be in the community of Providence Village, Aubrey, Texas 76227.

A mailbox shall be maintained __________________ for the purpose of receiving all official correspondence.

**ARTICLE XVII**

**Indemnification**

The Corporation may indemnify a person who was, or is threatened to be named a defendant or respondent in litigation or other proceedings because the person is or Was a director of the Corporation as provided by the provisions of Article 1396-2.22A, Texas Non-Profit Corporation Act. As provided in the bylaws, the Board of Directors shall have the power to define the requirements and limitations for the Corporation to indemnify directors of the Corporation.

**ARTICLE XVIII**

**Registered Agent and Office**

The registered office shall be the home address of the 380YSO President, currently

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**ARTICLE XIX**
Incorporator

The name and address of the Incorporator is as follows:

NAMEADDRESS

Blake B. WitcherWitcher & Associates, P.C.
8111 LBJ Freeway, Suite 1450
Dallas, Texas 75251

IN WITNESS WHEREOF, I have hereunto set my hand as of the _______ day of
________________________, 2009

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BLAKE B. WITCHER

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XXXXXX X. XXXXX, 380YSO President / Date