



ONE GOD * ONE TEAM * ONE GOAL

BYLAWS OF JOHNSON COUNTY SPORTS ASSOCIATION (JCSA)

Article I. Name

The name of this organization shall be Johnson County Lions, Inc. This organization hereinafter in these bylaws and in official and informal matters shall be referred to as JCSA (Johnson County Sports Association).

Article II. Purpose

JCSA exists to provide Christ-centered, competitive athletic opportunities for homeschool students from middle school through high school, while developing character, leadership, discipline, and faith.

Article III. Christian Foundation

JCSA is founded upon Christian principles and values. All activities, leadership, and decisions shall align with biblical principles including integrity, humility, servant leadership, stewardship, and respect for others.

Article IV. Nonprofit Status

JCSA shall operate as a Texas 501(c)3 nonprofit organization in accordance with applicable state and federal laws.

No part of the organization's earnings shall benefit any individual except for reasonable compensation or reimbursements approved by the Board of Directors.

Article V. Membership

JCSA serves participating families, athletes, coaches, and volunteers.

JCSA shall not have voting membership unless established by amendment.

Article VI. Board Structure

Section 1. Authority

The Board of Directors governs all affairs of JCSA.

Section 2. Board of Directors

The Board of Directors consists of:

- President
- Vice President
- Treasurer
- Secretary
- Athletic Director

The Board of Directors holds full decision-making authority. All members of the Board are voting members.

Section 3: Board Member Fiduciary Duties

Every Board member is required by law to uphold three (3) primary duties when serving on the board of a nonprofit organization.

1. Board Members must act with a **DUTY OF CARE**:
 - a. Act in good faith and in the best interest of the organization
 - b. Attend meetings and stay informed
 - c. Review materials and/or ask questions before making decisions
 - d. Exercise reasonable judgement and oversight
 - e. Make decisions objectively and fairly with disregard to personal feelings.
2. Board Members must act with a **DUTY OF LOYALTY**:
 - a. Put the interests of JCSA above any and all personal or financial interests
 - b. Avoid conflicts of interest
 - c. Disclose any perceived or actual conflicts of interest immediately
 - d. Not use their position for personal gain or to influence decisions that might benefit themselves, their athletes, any family members, or any business interests.
3. Board Members must act with a **DUTY OF OBEDIENCE**:
 - a. Lead with integrity
 - b. Follow the organization's mission and bylaws
 - c. Follow all operating procedures and chain of command
 - d. Ensure compliance with all applicable laws and regulations
 - e. Keep all activities and decisions in alignment with the organization's charitable purpose
 - f. Willingly recuse themselves from any discussion, decision, and vote where an actual or perceived conflict of interest does exist

Section 4. Multiple Roles

Individuals may serve in multiple roles with Board of Directors approval.

- The Athletic Director or any commissioner who serves as a Head Coach must be approved by the Board of Directors.

Article VII. Members of the Board of Directors

Section 1. President

The President shall provide overall leadership, preside at Board of Directors meetings, help set organizational direction, and serve as the primary representative of the Organization.

Section 2. Vice President

The Vice President shall assist the President and perform the President's duties in the President's absence.

Section 3. Treasurer

The Treasurer shall oversee the Organization's finances, banking, budgets, payment approvals, financial reporting, and required financial filings.

Section 4. Secretary

The Secretary shall maintain meeting minutes, official records, notices, governing documents, and board communications.

Section 5. Athletic Director

The Athletic Director shall oversee athletic operations, sport alignment, coach oversight, scheduling coordination at the organizational level, and commissioner support.

Article VIII. Selection & Removal

- Board members shall be elected to the Board of Directors per the selection process as stated in the Operational Procedures.
- No term limits currently apply to members of the Board of Directors.
- Any leader in JCSA may be removed from their position by the Board of Directors per the removal process as stated in the Operational Procedures and if in the best interest of JCSA

Article IX. Meetings

- Board of Directors shall meet monthly
- Special meetings may be called as needed by any member of the Board of Directors. The meeting shall be held for the sole purpose of discussing the matter for which the meeting was called. The purpose of the meeting must be disclosed to all board members prior to

the meeting. No other organizational business will be discussed during any special called meeting.

- Meetings may be held virtually.

A majority of the Board of Directors constitutes a quorum for the purpose of having a meeting. Any business that requires a vote shall need two-thirds ($\frac{2}{3}$) of the board members for a matter to pass.

Article X. Coaches

- All Head Coaches must be approved by the Board of Directors
- A leadership application, background checks, and required training must be completed prior to service
- All coaches (head coaches and assistant coaches) shall uphold JCSA's mission and standards as defined by the coaching standards and code of conduct included in the Operational Procedures.

Article XI. Eligibility

- JCSA serves homeschool students from middle school through high school.
- Eligibility requirements for all athletes shall be defined in Operational Procedures.
- The Board of Directors has final authority over eligibility decisions.

Article XII. Discipline

JCSA shall take disciplinary action against any participant, parent, coach, or leader for conduct inconsistent with the mission, safety, or integrity of the organization.

The Board of Directors has final authority in all disciplinary matters.

Article XIII. Financial Oversight & Compensation

All finances shall be managed under Board of Directors oversight.

JCSA may provide reasonable compensation, stipends, or fee credits for services rendered, provided that:

- compensation is approved in advance by the Board of Directors
- compensation is reasonable and aligned with services performed
- compensation does not result in private inurement or improper personal benefit
- compensation does not place a sport or the organization at financial risk

All compensation policies shall be defined and administered through the Operational Procedures.

Article XIV. Programs & Expansion

The Board of Directors shall retain the authority to expand, modify, or discontinue a sport or program without requiring bylaw amendments.

Article XV. Indemnification

To the fullest extent permitted by Texas law, JCSA shall indemnify and hold harmless its directors, officers, board members, coaches, volunteers, and authorized representatives against any liability, claim, damage, expense, or cost (including reasonable attorney's fees) incurred in connection with their service to the organization, provided such individual acted in good faith and in a manner reasonably believed to be in the best interest of the organization.

This indemnification shall not apply to:

- willful misconduct
- gross negligence
- criminal acts

Article XVI. Governance, Ethics, and Accountability

Section 1: Conflict of Interest

Any board member or leader (including family members) with a financial, personal, or organizational conflict of interest must disclose such conflict of interest to the Board of Directors promptly.

The Board of Directors:

- require recusal from discussion or voting that pertains directly or indirectly to the conflict of interest.
- review and approve any transaction or decision involving a conflict of interest to determine if it is in the best interest of JCSA

Any failure to disclose a conflict of interest shall be considered a violation of the code of conduct and shall result in removal from leadership per the removal process in the Operational Procedures.

Section 2: Formal Complaints

JCSA shall review, document, and respond to all complaints in a reasonable time frame with regard to the circumstance of the complaint, consistent with the fiduciary duties as specified by Texas State law and JCSA Operational Procedures.

Article XVII. Dissolution

Upon dissolution, assets shall be distributed to a qualified 501(c)(3) organization consistent with JCSA's mission.

Article XVIII. Amendments

These bylaws shall be reviewed annually and shall be amended by a two-thirds ($\frac{2}{3}$) vote of the Board of Directors.

Article XIX. Document Retention

JCSA shall maintain complete and accurate records, including meeting minutes, financial documents, and governing records, in accordance with applicable laws and best practices. Records shall be retained for appropriate periods as determined by the Board and securely stored. Documents that are no longer required shall be destroyed in a manner that protects confidentiality.