

# **Bylaws of SoCo Next Level**

A Texas Nonprofit Corporation

## **Article I – Name and Purpose**

### Section 1. Name

The name of this organization shall be SoCo Next Level.

### Section 2. Purpose

SoCo Next Level is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The purpose of the organization is to assist athletes and low-income families in paying for childcare, college ID camps, sports camps, and extracurricular activities. The organization seeks to promote community growth, opportunity, and access through sponsorships, grants, and donations.

## **Article II – Offices**

### Section 1. Principal Office

The principal office of the corporation shall be located at 5100 Franklin Ave, Waco, TX 76710, or such other place as determined by the Board of Directors.

### Section 2. Registered Office

The registered office may be, but need not be, identical with the principal office of the corporation.

## **Article III – Membership**

### Section 1. Membership

The corporation shall have no voting members. The management of the affairs of the corporation shall be vested in its Board of Directors.

## **Article IV – Board of Directors**

### Section 1. Powers

The Board of Directors shall have general oversight of the business and affairs of the corporation, determine its policies, and actively promote its mission.

### Section 2. Number and Tenure

The number of directors shall be not fewer than three (3). Each director shall serve a two-year term and may be re-elected.

#### Section 3. Qualifications

Directors shall support the mission and goals of SoCo Next Level and act in the best interest of the organization.

#### Section 4. Meetings

The Board shall meet at least quarterly. Special meetings may be called by the President or any two Directors with at least five (5) days' notice.

#### Section 5. Quorum and Voting

A majority of the Board members shall constitute a quorum. Decisions shall be made by a majority vote of those present.

#### Section 6. Vacancies

Any vacancy on the Board may be filled by a majority vote of the remaining directors.

## **Article V – Officers**

#### Section 1. Officers

The officers of the corporation shall consist of a President, Vice President, and Secretary. Additional officers may be appointed by the Board as needed.

#### Section 2. Duties

- President: Serves as chief executive officer, presides at all meetings, and ensures the mission is fulfilled.
- Vice President: Assists the President and acts on their behalf when absent.
- Secretary: Maintains records, minutes, and ensures proper documentation of meetings.

#### Section 3. Election and Term

Officers shall be elected by the Board of Directors at the annual meeting and shall serve for one-year terms.

#### Section 4. Removal

Any officer may be removed by a two-thirds vote of the Board whenever the best interests of the corporation are served.

## **Article VI – Committees**

#### Section 1. Committees

The Board may create standing or ad hoc committees as needed to carry out the mission of the organization.

## Section 2. Authority

Committees shall operate under the direction and authority of the Board of Directors.

# **Article VII – Fiscal Year and Finances**

## Section 1. Fiscal Year

The fiscal year of the corporation shall begin on January 1 and end on December 31.

## Section 2. Financial Oversight

The Board shall adopt an annual budget and ensure sound financial management. All funds shall be used exclusively for the organization's exempt purposes.

## Section 3. Prohibition of Private Benefit

No part of the net earnings shall inure to the benefit of any director, officer, or private person, except for reasonable compensation for services rendered.

# **Article VIII – Conflict of Interest**

## Section 1. Purpose

The purpose of this policy is to protect SoCo Next Level's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director.

## Section 2. Disclosure

Board members must disclose any potential conflicts of interest and abstain from voting where such conflict exists.

# **Article IX – Indemnification**

To the fullest extent permitted by law, the corporation shall indemnify any director, officer, or volunteer who acted in good faith and in the best interest of the organization.

# **Article X – Dissolution**

Upon the dissolution of SoCo Next Level, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any remaining assets not disposed of shall be distributed by a court of competent jurisdiction to another organization with similar purposes.

## **Article XI – Amendments**

These bylaws may be amended by a two-thirds (2/3) vote of the Board of Directors at any regular or special meeting, provided that notice of the proposed amendment has been given at least seven (7) days prior to the meeting.

Adopted on this 15th day of October 2025.