



A Texas Non-profit Public Benefit Corporation

## **Nonprofit Corporation Articles of Incorporation**

### **ARTICLE I**

#### **Name**

The name of the corporation is the Texas High School Bass Association or can be abbreviated as THSBA.

### **ARTICLE II**

#### **Existence**

The corporation known as the Texas High School Bass Association shall have perpetual existence.

### **ARTICLE III**

#### **Effective Date**

The effective date of incorporation shall be upon filing by the Secretary of the State.

### **ARTICLE IV**

#### **Members**

The corporation will have members made up from high school students.

### **ARTICLE V**

#### **Type of non-profit corporation**

The corporation is not for profit and a Public Benefit Corporation.

### **ARTICLE VI**

#### **Registered Agent and Office**

The name of the initial registered agent is: Steve Holland.  
The street address of the initial registered office of the corporation:

249 Sonora Ln

Holly Lake Ranch, Texas 75765

**ARTICLE VII**  
**Principal Office**

The Texas High School Bass Association's principal office: 249 Sonora Ln, Holly Lake Ranch, Texas 75765, Wood County.

**ARTICLE VIII**  
**Mailing Address**

The Texas High School Bass Association's mailing address: P.O. Box 648, Hawkins, Texas 75765-0648, Wood County.

**ARTICLE IX**  
**Board of Directors for the Texas High School Bass Association**

President - Steve Holland, 249 Sonora Ln, Holly Lake Ranch, TX 75765

Vice President - Kenneth Starling, 10538 Lago Vista, Quinlan, TX 75474

Treasurer - Anthony Davis, 608 Maji Rd, Whitehouse, TX 75791

Secretary -Audrey Tolnay, 4343 County Road 4120 Bonham, TX 75418

Board Member - Riley Fitzgerald, 7605 Caddo Creek Rd., Quinlan, TX 75474

Board Member - Henry Burns, 1 Waterway Avenue Apt 1113, The Woodlands, TX 77380

Board Member - Russell Traylor, 722 Pas Trl., Huffman, Tx 77336

Board Member – Brady Winans, 4015 Hackberry Cir, Caddo Mills, TX 75135

Board Member - Greg Gaines, P.O. Box 341, Gunter, TX 75058

Board Member - Taylor Hardin, 2427 CR 911, Joshua, TX 76058

Board Member – Ryan Emmert, 5004 N. FM 17, Alba, TX 75410

**ARTICLE X**  
**Indemnification**

The Texas High School Bass Association does indemnify any directors, officers, employees, incorporators, and members of the association from any liability regarding the association and the affairs of the association, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the association, or as otherwise provided under applicable statute.

**ARTICLE XI****Purpose**

THE TEXAS HIGH SCHOOL BASS ASSOCIATION is organized exclusively for charitable purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of the TEXAS HIGH SCHOOL BASS ASSOCIATION shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on;

- (a) by any organization exempt from federal income tax under 'section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or
- (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

THE TEXAS HIGH SCHOOL BASS ASSOCIATION is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable purposes. No part of the receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

THE TEXAS HIGH SCHOOL BASS ASSOCIATIONS' purpose is to provide a venue where all high school anglers have an opportunity to compete at bass tournaments in a fair and controlled atmosphere while providing a structured activity allowing students access to the outdoors and awarding high school students monetary scholarships for excellence.

**ARTICLE XII**  
**Prohibited Activities**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 11. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**ARTICLE XIII**  
**Distribution Upon Dissolution**

Upon termination or dissolution of the TEXAS HIGH SCHOOL BASS ASSOCIATION, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c) (3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the TEXAS HIGH SCHOOL BASS ASSOCIATION hereunder shall be selected by the discretion of a majority of the managing body of the TEXAS HIGH SCHOOL BASS ASSOCIATION and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the TEXAS HIGH SCHOOL BASS ASSOCIATION by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Texas.

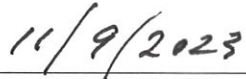
In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Texas to be added to the general fund.

**ARTICLE XIV**  
**Incorporator**

Name and address of the Incorporator of the Texas High School Bass Association:

Steve Holland, President  
249 Sonora Ln  
Holly Lake Ranch, Texas 75765

  
\_\_\_\_\_  
Signature

  
\_\_\_\_\_  
Date