

**BYLAWS OF THE
UNITED STATES TEAM HANDBALL FOUNDATION**

**ARTICLE I
OFFICES**

Section 1. Offices. The principal office of the Foundation in the State of New Jersey shall be located at 10 Nottingham Road, Short Hills, New Jersey 07078. The Foundation may have such other offices, either within or without the State of New Jersey, as the Board of Trustees may designate from time to time.

**ARTICLE II
MEMBERS**

Section 1. Membership. The Foundation shall not have members.

**ARTICLE III
BOARD OF TRUSTEES**

Section 1. Election of officers. The affairs of the Foundation shall be managed by a Board of Trustees as set forth in the Articles of Incorporation. No provision of these Bylaws shall be restrictive upon the power or right of the members of the Board of Trustees to serve successive terms as trustees of the Foundation.

Section 2. Annual Meeting. The annual meeting of the Board of Trustees shall be at the principal office of the Foundation or such other place designated by the Board of Trustees to be held on such day and at such time as the Board of Trustees shall determine. Notice of the annual meeting shall be sent to the last known address of the trustee at least thirty(30) days or shall be given to the trustee in person or by telephone at least thirty(30) days prior to the date or time fixed for the meeting. The annual meeting of the Board of Trustees shall be for the purpose of electing officers and the transition of such other business as may come before the meeting.

Section 3. Special Meetings. Special meetings of the Board of Trustees may be called at any time by the chairman or by a majority of trustees; and may be held within or without the State of New Jersey at such time and place as the notice or waiver thereof may specify. Notice of such meeting shall be sent to the last known address of the trustee at least thirty (30) days or shall be given to the trustee in person or by telephone at least thirty (30) days prior to the date or time fixed for the meeting. Special meetings of the Board of Trustees may be held at any time.

Section 4. Waiver of Notice. Presence of a trustee at a meeting shall constitute waiver of notice of such meeting except as otherwise provided by law. Unless specifically required by law, the Articles of Incorporation or these Bylaws, neither the business to be transacted at, nor the purpose of, any meeting of the Board of Trustees need be specified in the notice or waiver of notice of such meeting.

Section 5. Quorum and Voting. A quorum for all meetings of the Board of Trustees shall

consist of a majority of the number of trustees entitled to vote as then fixed by the Articles of Incorporation, but a smaller number may adjourn from time to time without further notice; until a quorum is secured. The act of the majority of trustees entitled to vote and present at a meeting at which a quorum is present shall be the act of the Board of Trustees, unless the act of a greater number is required by statute, the Articles of Incorporation or these Bylaws.

Section 6. Removal. In the case of a violation of the interests of the U.S. Team Handball Foundation, a trustee may be removed from office. Removal of a trustee requires a two thirds (2/3) majority vote by the entity which elected the trustee.

Section 7. Vacancies. A trustee elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office and shall hold such office until his successor is duly elected and shall qualify.

Section 8. Executive and other Committees. The board of Trustees, by resolution adopted by majority of the number of trustees, may designate from among its members an executive committee of one or more other committees, each of which shall consist of two or more trustees, which committee shall have and may exercise such authority of the Board of Trustees as shall be provided in such resolution except as otherwise required by law.

Section 9. Action of Trustees by Consent. Any action required or permitted to be taken at a meeting of the Board of Trustees may be taken without a meeting of consent in writing, setting forth the action so taken, shall be signed by all of the members of the Board of Trustees entitled to vote with respect to the subject matter thereof.

Section 10. Loans. No loans shall be made by the Foundation to its trustees.

ARTICLE IV OFFICERS

Section 1. Elections. The elected officers of the Foundation shall be a president, a vice president, a secretary, and a treasurer and such other officers and assistant officers as may deemed necessary. These officers shall be elected by the Board of Trustees from the Board's membership at its annual meeting. Unless removed in accordance with procedures established by law and these Bylaws, an officer shall serve until his or her respective successor is elected and shall qualify. Vacancies may be filled or new offices created and filled at any meeting of the Board of Trustees.

Section 2. Officers. The officers of the Corporation shall exercise and perform the respective powers, duties and functions as are stated below, and as may be assigned by the Board of Trustees.

A. The president shall be the chief executive officer of the Foundation and shall, subject to the control of the Board of Trustees, have general supervision, direction and control of the affairs and officers of the Foundation. The president shall preside at all meetings of the Board of Trustees. The president, unless some other person is specifically authorized by the Board of Trustees, shall sign all bonds, deeds, mortgages, leases and contracts of the Foundation. The

president shall perform all the duties commonly incident to this office and such other duties as the Board of Trustees shall designate.

B. In the absence or disability of the president, the vice president shall perform all the duties of the president, and when so acting shall have all the powers of, and be subject to all the restriction on the president; provided, however, that if the vice president cannot so act, then the secretary shall perform the duties of the vice president.

C. The secretary shall keep accurate minutes of all meetings of the Board of Trustees and committees having any of the authority of the Board of Trustees. The secretary shall be responsible for the giving of notice of meetings. The secretary shall be the custodian of the records and of the seal of the Corporation when so authorized. The secretary shall perform all duties commonly incident to the office of secretary and such other duties as may from time to time be assigned by the president.

D. The treasurer, subject to the order of the Board of Trustees, shall have the care and custody of the money, funds, valuable papers and documents of the Foundation. The treasurer shall keep correct and complete books and records of accounts of the Foundation, and shall render financial reports and statements of condition of the Foundation when so requested by the Board of Trustees or president. The treasurer shall have the right, with the approval of a majority the necessity of a formal meeting. The treasurer shall perform all duties commonly incident to the office of the treasurer and such other duties as may from time to time assigned by the president.

Section 3. Disability. In the event of absence or inability of any officer to act, the Board of Trustees may delegate the powers or duties of such officer to any other officer or trustee whom it may select.

Section 4. Removal. Any officer or agent may be removed by a two-thirds (2/3) majority vote of the Board of Trustees whenever, in its judgment, the best interest of the Foundation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

ARTICLE V WAIVER OR NOTICE

Any notice required to be given by law or under these Bylaws, whether before or after the time stated therein, may be waived in a writing signed by person waiving such notice.

ARTICLE VI CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Trustees of the Foundation may, from time to time, authorize any officer or officers to enter into any contract or execute and deliver any instrument

in the name of and on behalf of the Foundation and such authority may be general or confined to specific instances.

Section 2. Checks and Drafts. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Foundation shall be signed by such officers or officers of the Foundation as are so designated by the Board Trustees.

Section 3. Deposits. All funds of the Foundation shall be promptly deposited, from time to time, to the credit of the Foundation in such banks, trust companies, brokerage accounts, or other depositories as the Board of Trustees may select.

ARTICLE VII BOOKS, RECORDS AND FISCAL YEAR

Section 1. Books and Records. The Board of Trustees shall cause to be kept a correct and complete set of books and records and shall also keep minutes of the proceeding of the Board of Trustees.

Section 2. Fiscal Year. The fiscal year of the Corporation shall begin on the 1st day of January and end on the last day of December each year.

ARTICLE VIII AMENDMENT

The Board of Trustees reserves the right from time to time to amend, alter, change or repeal these Bylaws by a majority vote of all of the trustees entitled to vote but only with the prior approval of two-thirds (2/3) of the votes cast at two (2) successive regularly called meeting of the United States Team Handball Federation's Board of Directors at which a quorum is present.

As approved by the board

by: _____
Hugh T. McCormick, Secretary