

By-laws

- 1.0 Incorporation.** Articles of Incorporation of the North Carolina Association for Scholastic Activities (hereinafter, the “Association”), having been filed with the Secretary of State of North Carolina, now, there, be it resolved, that the bylaws of the Association be and hereby are enacted as follows:
- 2.0 Mission.** The North Carolina Association for Scholastic Activities believes that scholastic activities enrich students by satisfying their psychological and social needs. We believe that interscholastic competition motivates students to reach their full potential and teaches sportsmanship and teamwork. We will support students and schools by:
- 1 – Promoting existing scholastic activities and competitions.
 - 2 – Creating innovative, enriching activities and competitions.
 - 3 – Rewarding individuals and schools for participation and excellence.
- 3.0 Purpose.**
- 3.1 To stimulate and direct interscholastic activities among its members or between its members and other schools in North Carolina.
 - 3.2 To maintain a high standard for interscholastic activities by and among its members in North Carolina.
 - 3.3 To give and grant to its members and to others, so far as empowered by law, the privilege to hold contests, competitions, and exhibitions under its auspices or otherwise in accordance with its prescribed rules and regulations, and subject to such conditions as it may lawfully impose.
 - 3.4 To enact and establish rules and regulations governing such contests, competitions, exhibitions, and to determine and define awards and prizes for such contests, and to determine and define breaches and infractions of its rules and regulations.
 - 3.5 To educate and train members and persons regarding all adopted rules and regulations governing participation and competition by and among its members and regarding rules for particular activities and games.
 - 3.6 To exercise disciplinary authority so far as is lawful over all members and representatives of members engaged in contests, competitions, exhibitions, and activities, to the end that games, contests, and activities of every kind may be subject to clean, sportsmanlike, dignified competition.
 - 3.7 To educate the public regarding high school activities by and among its members.
 - 3.8 By all lawful means to elevate, improve, and promote games, contests, exhibitions, and activities by and among its members.
 - 3.9 To acquire, hold title to, sell, exchange, lease, build structures upon or otherwise to deal in real property for the purpose of maintaining premises where the hereinabove stated purposes can be pursued.
 - 3.10 To apply for, solicit, receive, hold, and disburse grants, funds, and other property to be used in furtherance of the purposes stated herein.
- 4.0 Board of Directors**
- 3.1 The association will be governed by the following Founding Board of Directors until the first annual meeting. These founding Directors shall elect a President, Vice-President, and Executive Director.
 - 3.2 Selection of Future Directors

- 3.2.1 The Executive Director and Immediate Past President of the Association shall be members of the Board of Directors by virtue of their election to those respective offices.
- 3.2.2 Successor members of the Board of Directors shall be chosen during each annual meeting of the Association to replace members hereinafter designated as their terms expire. The term of each new Director so elected shall be three years.
- 3.2.3 Provided, however, that at least four of the members of the Board of Directors shall consist of principals of member schools and the superintendents/scholastic directors of systems including member schools, and at least four of the members of the Board of Directors shall consist of scholastic coaches and scholastic directors of member schools. The remaining members of the Board of Directors shall be chosen from among the scholastic coaches, scholastic directors, and principals of member schools, and the superintendents/scholastic directors of systems including member schools. At the conclusion of each annual election, the board should be composed of an Executive Director, appointed members, North Carolina citizens, plus eighteen directors.
- 3.2.4 Provided, however, up to six North Carolina citizens may serve as members of the Board of Directors. Only citizens presented by the Nominating Committee may serve.
- 3.2.5 Provided, however, that the Board of Directors shall at all times consist of not less than six members representing the high schools, and six members representing the middle schools.
- 3.2.6 One State Department of Public Instruction representative shall be appointed by the State Superintendent of Public Instruction and, at the discretion of the State Superintendent of Public Instruction, may be reappointed, but for no more than four consecutive years.
- 3.2.7 One representative from the North Carolina School Boards Association shall be appointed by the North Carolina School Boards Association and shall serve for a term of two years beginning July 1 following appointment. A representative may serve as long as that person remains an active member of their respective school board and may be reappointed by the North Carolina School Boards Association, but for no more than one additional two-year term.
- 3.2.8 One North Carolina citizen shall be appointed by the Executive Committee from the PTA Board of Managers to serve a term of two years beginning July 1 following the selection. The citizen representative may be reappointed by the Executive Committee, but for no more than one additional two-year term.
- 3.2.9 When any Director shall fail to serve completely his term of office, the Board of Directors shall have the authority to name a successor to fill the seat until the next annual meeting of the association. The Nominating Committee must notify the Board of Directors at least ten days prior to the next meeting when making a nomination. Notification must include names and qualifications of nominees.
- 3.2.10 Elected directors must be affiliated with the school or school system they represent.
- 3.2.11 A director may be expelled from the board of directors only if $\frac{3}{4}$ of the entire board of directors approve this action. This matter is to be handled in a manner similar to an amendment to the by-laws where all directors must be notified and $\frac{3}{4}$ of the directors must approve the expulsion.

3.3 Meetings of Directors.

- 3.3.1 Regular meetings of the Directors of the Association shall be held at times appointed by the President, provided that notice of such meetings is given each director not less than thirty days prior to each meeting.
 - 3.3.2 Special meetings of the Board of Directors may be called by or at the request of not less than four members of the Board of Directors. Notice of such meetings shall be given to each Director at least three days prior to the meeting by the Executive Director or the President of the Association.
- 4.4 Quorum. A minimum of five directors shall constitute a quorum at all meetings of the Board of Directors.
- 4.5 Powers.
 - 4.5.1 The Board of Directors shall be empowered to make, subject to the Articles of Incorporation and Bylaws of this Association, the rules and regulations which shall govern the various activities and contests sanctioned or carried out under the auspices of the Association. The rules and regulations shall be available to member schools via the Association website.
 - 4.5.2 The Board of Directors shall exercise, through such persons or committees as it designates, supervisory powers over the various activities and contests sanctioned or carried out under the auspices of this Association in proper compliance with the rules and regulations of the Association. All such persons or committees shall include the President and Executive Director of the Association.
 - 4.5.3 The Board of Directors shall have the power to create such new offices and committees as it finds convenient or necessary from time to time.
 - 4.5.4 The Board of Directors, through the Executive Director, shall call conferences of faculty managers to arrange schedules for the various activities and contests sanctioned under the auspices of the Association, and the Board of Directors shall have the final authority to determine schedules between teams which cannot agree to game schedules in any season.
 - 4.5.5 The Board of Directors shall have the authority to review the interpretations of the Executive Director and the Executive Committee regarding the Articles of Incorporation and Bylaws of the Association, and any rules and regulations of the Association, and its decision in these matters shall be final.
- 4.6 The Executive Committee
 - 4.6.1 Composition.
 - 4.6.1.1 The executive committee shall be composed of seven members as follows: President, Vice-President, Secretary, Treasurer, and Executive Director, and two other members of the Board of Directors.
 - 4.6.1.2 The President shall choose the two Director members of the Executive Committee from the Directors nominated by all Directors. At least one such director shall be chosen from the Middle School representatives, and at least one such director shall be chosen from the High School representatives.
 - 4.6.1.3 In the event that any of the five offices in 4.6.1.1 above remain unfilled, additional members of the board of directors shall be named to the Executive Committee by the President for each unfilled office.
 - 4.6.2 Powers
 - 4.6.2.1 The Executive Committee shall have the power to review and approve or disapprove the Executive Director's interpretation of the Articles of Incorporation, the Bylaws or any rules or regulations of this Association.

Or, the Executive Committee may refer any question of interpretation or appeal to the full Board of Directors for final disposition without making any interpretation on its own stead when it deems expedient to do so.

4.6.2.2 The Executive Committee shall have the power to rule on any controversies not specified, defined or controlled by the Articles of Incorporation, Bylaws or rules and regulations of this Association, subject to the right of the parties on controversy to appeal its decision to the full Board of Directors, whose decision shall be deemed final.

4.6.2.3 In any matter or controversy brought before the Executive Committee, and where the controverting parties are all from one classification of schools, all members of the Board of Directors from the classification may, upon their own motion, sit as additional members of the Executive Committee to hear and rule on the controversy.

4.7 Attendance Requirements for Board Members

4.7.1 Bi-Monthly Board Meetings

4.7.1.1 All members of the Board of Directors are expected to attend all regular board meetings. A board member may miss no more than one (1) regular board meeting per fiscal year without obtaining prior approval from the Chairperson or the Board. Additional unexcused absences may be considered grounds for removal from the Board, subject to the procedures outlined in these Bylaws.

4.7.1.2 Attendance at the Annual Meeting is mandatory for all board members. Absence from the Annual Meeting without prior approval from the Chairperson or a majority vote of the Board may be considered a violation of the member's duties and may subject the member to removal in accordance with Article [Insert Article Number] of these Bylaws.

5.0 **Officers** The officers of the North Carolina Association for Scholastic Activities shall consist of a President, Vice-President, Secretary, Treasurer and Executive Director.

5.1 Election of Officers: The President, Vice-President, Secretary, and Treasurer shall be elected annually by present directors at the first Board of Directors meeting following the Annual Meeting.

5.1.1 The president will be chosen from among the principals or superintendents serving on the Board of Directors.

5.1.2 Officers must receive a majority of votes from among present directors to be elected.

5.1.3 If a majority of any office is not achieved, a run-off election will be held from the top two directors receiving votes.

5.2 Executive Director

5.2.1 The Executive Director shall be appointed by a simple majority vote of the Board of Directors at the monthly board of directors meeting which occurs in the same month as the NCASA Annual Meeting.

5.2.2 Directors must be notified of all nominees for Executive Director at least seven days in advance of the monthly board meeting in which the Executive Director is appointed.

5.2.3 The annual salary shall be set by the Board of Directors.

5.2.4 The term of office shall be two years, effective July 1 following the annual meeting. The Executive Director may be reappointed for additional terms by the Board of Directors.

- 5.3 President
 - 5.3.1 The President shall preside at all meetings of the Association, all meetings of the Board of Directors, and all meetings of the Executive Committee, and shall discharge all other duties of the presiding officer.
 - 5.3.2 It shall be the duty of the President to call meetings of the Board of Directors and the Executive Committee from time to time as the business of the Association requires their attention.
 - 5.3.3 In the event that the office of the President is vacated during the term of the President, the office of President shall be filled by the Vice-President for the remainder of the unexpired term.
- 5.4 Vice-President
 - 5.4.1 The Vice-President shall preside and perform all the duties of the President in the absence of the President, and shall undertake such other duties as the President or Board of Directors may prescribe.
 - 5.4.2 In the event the office of the Vice-President is vacated during the term of the Vice-President, the Board of Directors shall have the power to name one of its members as Vice-President for the remainder of the unexpired term.
- 5.5 Executive Director
 - 5.5.1 The Executive Director shall serve as the managing business agent of the Association.
 - 5.5.2 In addition, the Executive Director shall be charged with initially receiving and processing all applications for membership in this Association, all inquiries, requests or correspondence regarding contests.
 - 5.5.3 The Executive Director shall have the initial responsibility to receive inquiries or appeals regarding interpretations of the Articles of Incorporation, the Bylaws, and the rules and regulations of the Association, and the Executive Director shall rule on such inquiries or appeals as set forth in Section 9.0 of these bylaws.
 - 5.5.4 The ruling of the Executive Director shall be subject to review by the Executive Committee and thereafter the Board of Directors. Any member requesting the review of a decision by the Executive Director shall pay the sum of the actual cost (including travel and other necessary expenses) for an appeal to the Executive Committee or to the Board of Directors, provided the sum paid by the appealing member may be refunded by the appropriate reviewing body if the appealing member's position is sustained on appeal.
 - 5.5.5 The Executive Director shall call conferences for the preparation of various contest schedules, and he shall preside over these conferences.
 - 5.5.6 The Executive Director shall be bonded in a sum not less than \$10,000.
- 5.6 Secretary. The Secretary shall keep the official records of all meetings of the Association and the Board of Directors.
- 5.7 Treasurer. The Treasurer shall oversee the annual audit of the association finances. The treasurer will also oversee any additional association financial audits as may be deemed necessary, and report results to the Board of Directors.

6.0 Annual Meeting

- 6.1 The annual meeting of the Association shall be held at a time designated by the Board of Directors. The annual meeting shall receive the reports of the Executive Director, hold elections for members of the Board of Directors and for officers, and transact such other business as may come before the meeting.
- 6.2 The principal shall be regarded as the constituted authority of each member school. The

principal may appoint any member of the school's faculty to represent him at the annual meeting of the Association. The principal's authority in this respect shall be subject only to the authority of the superintendent of the principal's administrative unit.

- 6.3 Each member school represented at the annual meeting shall have one vote on Association business. Those present at the annual meeting shall constitute a quorum.

7.0 Finance

- 7.1 The Board of Directors shall have the power to determine membership fees and other charges for Association members.
- 7.2 Should the Association disband, its remaining funds and assets shall first be used to satisfy outstanding obligations including employment and purchase contracts, and any remaining funds shall be disbursed to member schools on an equitable basis as determined by the Board of Directors, provided that no distribution inconsistent with the Articles of Incorporation may be made. If insufficient funds exist for the satisfaction of Association obligations, members of the Association may be assessed by the Board of Directors in a total amount sufficient to satisfy the said obligations.

8.0 Amendments

- 8.1 Proposed amendments to the Articles of Incorporation or these Bylaws shall be submitted to the Executive Director's office not less than twenty (20) days before the next scheduled meeting of the Board of Directors.
- 8.2 The Executive Director shall notify each director and set a reasonable deadline for the return of the ballots prior to the next meeting of the Board of Directors.
- 8.3 An affirmative vote of not less than three-fourths of the total ballot shall be necessary for a change in the Articles of Incorporation or Bylaws. The Executive Director shall report the results of the vote at the next meeting, and shall cause such additional documents to be prepared to formally notice the amendment or amendments.

9.0 Penalties

- 9.1 The Board of Directors, upon the relation of the Executive Director or any of the members of the Association, shall have the duty and final authority to authorize the investigation of and to punish member schools or their representatives for any violations of the rules and regulations of the Association.
- 9.2 The Board shall take care that due notice of alleged violations and that an opportunity to appear and respond to the allegations is afforded each member or representative of a member accused of violations of Association rules or regulations prior to its determination upon the allegations.
- 9.3 Process
 - 9.3.1 Any inquiry about or report concerning a suspect violation of the Articles of Incorporation, the Bylaws or Rules and Regulations of the Association shall be first directed to the Executive Director, or in his absence, his designee.
 - 9.3.2 The Executive Director, or his designee, shall first provide his or her ruling on any issue raised orally and, as is reasonably possible thereafter, this ruling and the basis for the decision shall be reduced to writing and immediately provided to the interested parties.
 - 9.3.3 Any member of the Association who is adversely affected by this decision may first appeal to the Executive Committee (which may be faxed or mailed) within 24 hours of the Executive Director's announced decision.

- 9.4 Ineligible Players.
 - 9.4.1 Any school using an ineligible player in any contest sanctioned by the Association shall be barred from taking part in the contests of the Association for one year.
 - 9.4.2 The Board of Directors shall prescribe the manner for protesting ineligible players and its decision in all eligibility questions shall be final.
 - 9.4.3 If, in the Board of Directors' opinion, the use of an ineligible player was inadvertent and without the knowledge of the member school and the person authorizing such ineligible participation, a penalty of less than suspension of the school may be enforced.
- 9.5 Failure to Comply
 - 9.5.1 If any member school shall willfully fail to comply with the decisions of the Board of Directors of the Association, all contests scheduled or already played in the particular activity wherein the controversy arose shall be forfeited and canceled for that season, and the school shall be eliminated in determining the winner of the district affected. Furthermore, the school shall not be allowed to take part in contests sponsored by the Association for a period of one year. After the suspension for one year, the school shall be readmitted to the privilege of participation only upon a three-fourths vote of members at the annual meeting.
 - 9.5.2 The member shall not be readmitted to the privilege of participation in any events until it pays the Association a cost fine of \$500.

10.0 Effective Date: These Bylaws shall become effective upon their ratification by at least three-fourths of the Founding Board of Directors.