

ARTICLES OF INCORPORATION

The undersigned, being above the age of eighteen (18) years, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of North Carolina.

ARTICLE ONE

Name. The name of the association shall be NORTH CAROLINA HIGH SCHOOL ATHLETIC ASSOCIATION, INC.

ARTICLE TWO

Duration. The period of duration of the corporation shall be perpetual.

ARTICLE THREE

Purposes. Whereas athletic activities play a recognized and valuable role in high school education in North Carolina, and whereas the coordination of these activities among the several high schools has been found to be of special benefit to high school education in North Carolina, the purposes for which this corporation are formed are educational in nature, and, though limited by the scope and meaning of Section 501 (c) (3) of the Internal Revenue code of 1954, the purposes include:

- (a) To stimulate, control and direct high school athletics among its members or between its members and other teams in North Carolina.
- (b) To maintain a high standard for high school games, contests, athletics and all other sports activities by and among its members in North Carolina.
- (c) 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 conditions as it may lawfully impose.
- (d) To enact and establish rules and regulations governing such contests, competitions, exhibitions and athletic participations, and to determine and define awards and prizes for such contests, and to determine and define breaches and infractions of its rules and regulations.
- (e) To educate and train members and persons regarding all adopted rules and regulations governing athletic participation and competition by and among its members and regarding rules for particular sports and games.
- (f) To exercise disciplinary authority so far as is lawful over all members and representatives of members engaged in contests, competitions, exhibitions and athletic activities, to the end that games, contests, sports and athletics of every kind may be subject to clean, sportsmanlike, dignified competition.
- (g) To promote the physical and moral well-being of all athletes representing its members.
- (h) To educate public opinion regarding high school athletics by and among its members.
- (i) By all lawful means to elevate, improve and promote games, contests, physical exercises, athletics, exhibitions and all sports by and among its members.
- (j) To acquire, hold title to, sell, exchange, lease, alien, build structures upon or otherwise to deal in real property for the purpose of maintaining premises where the hereinabove stated purposes can be pursued.
- (k) To apply for, solicit, receive, hold and disburse grants, funds and other property to be used in furtherance of the purposes stated herein.

ARTICLE FOUR

Membership. Any North Carolina public or non-boarding parochial high school is eligible for membership provided it is accredited by the State Department of Public Instruction, and provided that the high school adopts and maintains the following code for participation in high school athletics:

"Competitive athletics cannot be justified as a part of the school program unless it contributes to a wholesome rounding out of the personality of the participants and the spectators. We shall therefore insist on hard but clean play resulting in honest victory without conceit or honest defeat without bitterness.

Realizing that eligibility rules are made to help relationships between schools, we agree to live up to the spirit as well as the letter of the regulations set by the association.

We shall see that the control of the policies and operations of high school athletics remains with the legally constituted governing body and is delegated by this body to the school officials. If desirable, the superintendent can assign responsibility to the principal, and the principal to the athletic coach, who will be a full-fledged faculty member.

We shall always put first the best interest of the students and shall insist on careful, adequate protective equipment, and coaches who know training rules and practice, and will not permit students to play when the students' best interests indicate that they should not play."

The Association shall have the power to fix by resolution of the Board of Directors such membership fees and charges as it deems appropriate from time to time for the support of the organization.

ARTICLE FIVE

Directors. The Board of Directors of the North Carolina High School Athletic Association, Inc., shall consist of twenty (20) members including the Immediate Past President, President, Vice-President and Commissioner of the association, plus ten (10) principals of member schools or superintendents of systems including member schools, plus six (6) athletic directors or coaches of member schools; the Directors shall be chosen as provided in the Bylaws of the Association. Editor's Note: The names and addresses of the initial members of the Board of Directors are on file with the North Carolina Secretary of State.

The business and affairs of the North Carolina High School Athletic Association, Inc., shall be managed by the Board of Directors in accordance with the provisions of the Bylaws.

ARTICLE SIX

Powers. This Association shall have those powers which are necessary and convenient to the execution of the purposes hereinabove provided.

Provided, however, that no part of the net earnings of the Association shall inure to the benefit of any member, director, officer of the Association or any private individual (except that reasonable compensation may be paid for services rendered to or for the Association affecting one or more of its purposes), and no member, director, or officer of the Association or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Association. No substantial part of the activities of the Association shall constitute the carrying on of propaganda or otherwise attempting to influence legislation or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the Association shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE SEVEN

Dissolution. Upon the dissolution of the Association, the Directors shall pay or make provision for the payment of all of the liabilities of the Association, and the balance of all money and other property remaining received by the Association from any source shall be used or distributed exclusively for purposes within the intent of Section 501 (c) (3) of the Internal Revenue Code as the same now exists or as it may be amended from time to time, or the Board of Directors may distribute all the remaining assets to such organization or organizations formed and operated exclusively for charitable, educational or benevolent purposes as shall at that time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code or the corresponding provisions of any future United States statute.

Or, the Board of Directors may elect, upon dissolution of the Association, to sell the assets of the Association and to distribute the proceeds from such sale as provided in the preceding paragraph.

ARTICLE EIGHT

The initial registered office of the Association shall be located at the University of North Carolina at Chapel Hill, Orange County, North Carolina; the initial registered address of the association shall be Craige Mobile Park Offices, Manning Drive, Chapel Hill, Orange County, North Carolina 27514; and the name of the initial registered agent at such address shall be Simon F. Terrell. (**NOTE:** The present registered address of the association is 222 Finley Golf Course Road, Chapel Hill, Orange County, North Carolina 27517; and the name of the present registered agent is Marilyn Q. Tucker.)

ARTICLE NINE

The name of the incorporator is Robert Epting, whose address is 214 West Rosemary Street, Chapel Hill, Orange County, North Carolina, 27517.