

**BYLAWS**

Articles of Incorporation of the North Carolina High School Athletic Association, Inc., having been filed with the Secretary of State of North Carolina, now, therefore, BE IT RESOLVED, that the BYLAWS of the Association be and hereby are enacted as follows:

**I. PURPOSES**

The purposes for which this corporation is organized are:

- (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 such 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.

**II. BOARD OF DIRECTORS**

The Association shall be governed by a Board of Directors consisting of twenty (20) persons selected as follows:

1. *Selection of Directors.* The President and Vice-President, chosen at the annual meeting of the Association, the Commissioner and Immediate Past President of the Association shall be members of the Board of Directors by virtue of their election to those respective offices.

Ten members of the Board of Directors shall be chosen to replace the original Directors hereinafter designated, as their stated terms expire, from among the principals of member schools and/or the superintendents of systems including member schools.

Six members of the Board of Directors shall be chosen to replace the original members of the Board of Directors hereinafter designated, as their stated terms expire, from among the coaches of member schools or athletic directors of member schools or systems including member schools.

Provided, however, that the Board of Directors shall at all times consist of not less than one nor more than two coaches and/or athletic directors from each of the four classifications of member schools, e.g. A, AA, AAA, and AAAA; and that of the sixteen Directors elected, four shall be chosen from member schools or systems with member schools in Class A, four shall be chosen from member schools or systems with member schools in Class AA, four shall be chosen from member schools or systems with member schools in Class AAA, and four shall be chosen from member schools or systems with member schools in Class AAAA.

Successor members of the Board of Directors shall be chosen in each annual meeting of the Association to replace the members hereinafter designated as their terms expire. The term of each new Director so elected shall be four years. 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 office until the next annual meeting of the Association.

When a member of the NCHSAA Board of Directors is transferred to another position from one geographic region and/or to another position that results in two years or more service remaining in the term of office, that the position is declared vacant and the position is filled from the accepted procedure to elect a representative from the vacant position or region.

2. *Meetings of Directors.* 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 three days prior to each meeting.

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 Commissioner or the President of the Association.

Agenda items for Board meetings should be in to the NCHSAA no later than November 1 for the winter meeting and April 1 for the spring meeting.

3. *Quorum.* A quorum shall consist of eleven (11) members of the Board of Directors at all meetings of the Board, and action may be taken by a majority of the quorum. (Approved December 2017, 329-8)

4. *Powers.* The Board of Directors shall be empowered to make, subject to the Articles of Incorporation and Bylaws of this Association, the rules and regulations of the Association which shall govern the various athletic activities and contests sanctioned or carried out under the auspices of this Association, which rules and regulations shall be prepared and distributed to member schools and systems as early as practicable annually.

The Board of Directors shall exercise, through such persons or committees as it sees fit, which persons or committees shall include in any event the President and Commissioner of the Association, supervisory powers over the various athletic activities and contests sanctioned or carried out under the auspices of this Association to insure proper compliance with the rules and regulations of the Association.

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.

The Board of Directors, through the Commissioner, shall call conferences of faculty managers to arrange schedules for the various athletic activities and contests sanctioned or carried on under the auspices of the Association, and the Board of Directors shall have final authority to determine schedules between teams which cannot agree to game schedules in any season.

The Board of Directors shall have the authority to review the interpretations of the Commissioner and the Executive Committee regarding the Articles of Incorporation and Bylaws of the Association, and its decision in these matters shall be final.

The initial Board of Directors and the dates for expiration of their terms are on file with the North Carolina Secretary of State.

5. *The Executive Committee*

*Composition.* The Executive Committee shall be composed of the President, Vice-President, Commissioner and four other members of the Board of Directors. The four Director members of the Executive Committee shall be chosen by the President from Directors nominated by all the Directors from each classification of schools; provided, however, that one such Director member of the Executive Committee shall be chosen from each classification of schools, and further provided, that two of the Director members of the Executive Committee shall be school administrators and two shall be coaches or athletic directors.

*Powers.* The Executive Committee shall have the power to act on behalf of the Association as directed by the Board of Directors.

### III. OFFICERS

The officers of the North Carolina High School Athletic Association, Inc., shall consist of a President, a Vice-President and a Commissioner.

1. *Election of Officers.* The President and Vice-President shall be elected annually at the annual meeting. Only superintendents of school systems or principals of member schools shall be eligible to serve as President or Vice-President.

The Commissioner shall be elected and his or her annual salary set by the Board of Directors. The term of his or her office shall be four years.

2. *President.* The President shall preside at all meetings of the Association, all meetings of the Board of Directors and all meetings of the Executive Committee, at all meetings of committees in charge of various contests, and shall discharge all other duties of the presiding officer. 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.

In the event that the office of 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.

3. *Vice-President.* 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. In the event that the office of 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.

4. *Commissioner.* The Commissioner shall be a full-time employee of the Association, and shall serve as the managing business agent of the Association. In addition, the Commissioner shall be charged with initially receiving and processing all applications for membership in this Association, all inquiries, requests or correspondence regarding contests.

The Commissioner shall call conferences for the preparation of various contest schedules, and he or she shall preside over these conferences. The Commissioner shall keep the official records of all meetings of the Association and the Board of Directors and he or she shall have charge of all funds of the Association for which he or she shall render an annual accounting to the Association at its annual meeting.

The Commissioner shall be bonded in a sum not less than \$10,000.

#### IV. ANNUAL MEETING

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 Commissioner, hold elections for members of the Board of Directors and for officers, and transact such other business as may come before the meeting.

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 or her 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.

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.

#### V. FINANCE

Except as otherwise provided by law, the Board of Directors shall have the power to determine membership fees and other charges for Association members.

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.

#### VI. CLASSIFICATIONS

For purposes of athletic competition, the number of classifications shall be based on the total number of member schools, with no classification exceeding sixty-four schools.

When at least 25 percent of the total number of member schools, or at least half the schools in a classification, participate in a sport sanctioned by the NCHSAA, that sport shall culminate in a state championship for that classification. When less than half of the schools in a classification participate, those schools shall be grouped with schools from the next largest classification(s) not having fifty percent participation in that sport to create a state playoff bracket culminating in a multi-class state championship. If only one classification has less than fifty percent of schools participating in a sport, the schools in that classification shall have a reduced playoff bracket by one round. If that is not possible, then the schools of that classification shall be placed in the state playoffs of the next highest classification.

The initial classification plan using this format will be effective with the 2025-26 school year and shall solely use the ADM figures averaging the daily membership in grades 9,10, 11 and 12 for the first month as submitted to the State Department of Public Instruction. The classification and alignment plan shall be adopted by the Board of

Directors every four years and will be effective for a four-year period.

Schools may request reclassification in the second year of the alignment period by following the process published by the Board of Directors. The Board of Directors shall distribute to all member schools and systems annually the process and criteria for classification and alignment, the process for requesting reclassification in the second year of the alignment period, and the process for appealing the classification and alignment decisions of the Association. (Approved April 2023, 335-49)

## **VII. AMENDMENTS**

Proposed amendments to the Articles of Incorporation or these Bylaws shall be submitted to the Commissioner's office no later than the November 1 prior to the annual meeting. In order to be considered, the proposed change must have been submitted and endorsed by the superintendents or principals of at least six member schools or systems with member schools.

If the proposed change is properly submitted to the Commissioner, the Commissioner shall distribute a copy of the proposed change with explanations as appropriate and a ballot to each member school, and the Commissioner shall set a reasonable deadline for the return of the ballots prior to the annual meeting.

An affirmative vote of not less than three-fourths of the total ballot distributed shall be necessary for a change in the Articles of Incorporation or Bylaws. The Commissioner shall report the results of the vote at the annual meeting, and shall cause such additional documents to be prepared as to formally notice the amendment or amendments.

1. The Board of Directors may update the Registered Agent in the Articles of Incorporation and Bylaws should the Registered Agent or managing business agent's position, often the Commissioner, become incapacitated or leave office. (Approved December 2017, 335-2)

## **VIII. PENALTIES**

Except as provided by law, the Board of Directors, upon the relation of the Commissioner or any of the members of the Association, shall have the duty and 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. The Board shall take care that due notice of alleged violations and 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.

The Board of Directors shall distribute to all member schools and systems annually the process for reporting suspected violations of the rules and regulations of the Association, the potential penalties for violations of rules and regulations, and the process for appealing decisions of the Association with respect to the application of the rules and regulations and the imposition of penalties.

## **IX. EFFECTIVE DATE**

These Bylaws shall become effective upon their ratification by at least three-fourths of the members present at the annual meeting of the Association.

Or, these Bylaws shall become effective upon ratification by affirmative vote of three-fourths of those responding to a special ballot to be prepared and mailed by the Commissioner of the North Carolina High School Athletic Association, Inc. APPROVED by vote of 258-1 in special balloting of all members of the Association on October 11, 1976.

By a special ballot vote of all members in December 2017 (332-5), the date and voting method for amendments to the Articles and Bylaws will be noted next to the amended provision.

By a special ballot vote of 427 member schools on March 11, 2022 (347-9), the Bylaws were suspended until brought into compliance with the Memorandum of Understanding which was entered into on March 14, 2022.

The Membership APPROVED amendments to these Bylaws to allow the NCHSAA to comply with the terms of a Memorandum of Understanding to operate as a designated organization of the State Board of Education in oversight of interscholastic athletics in the state. Amendments were approved by vote of 377-8 of 427 total members, in a special balloting on May 13, 2022 to take effect July 1, 2022.