

**BY-LAWS
OF
THE NORTH CAROLINA COACHES ASSOCIATION**

(Revised 1997)

ARTICLE I. NAME AND PURPOSES OF CORPORATION

Name. This Corporation shall be known as The North Carolina Coaches Association, hereinafter called the Association.

Purposes. The Purposes are fully set forth in the Articles of Incorporation and include (a) promotion and improvement of athletics in North Carolina, (b) fostering a high standard of ethics and sportsmanship, both among coaches and participants, and (c) the encouragement of closer cooperation and better understanding among coaches, school administrators, the public, the press and game officials.

ARTICLE II. MEMBERSHIP

1. *Eligibility.*

a. The Membership of the Association shall be open to any certified employee or teacher assistant who is employed as a coach, Athletic Director, or Athletic Trainer in an administrative unit recognized by the North Carolina High School Athletic Association. The Association does not discriminate against any person on the basis of race, color, religion, sex, national origin, age or disability.

b. Associate status is open to any coach at a North Carolina school who does not qualify under the provisions of Article II, Section 1.a.

2. *Application.* Persons may become members upon favorable action by the Executive Secretary of the Association after making application to the Executive Secretary upon the form prescribed by him. Permanent lifetime membership may be granted by the Board of Directors to any member who has held membership for a total of twenty-five (25) years.

3. *Exceptions.* Persons applying for membership who do not meet the prescribed standards may petition the Board of Directors to grant them membership by special dispensation and the Board of Directors may do so in their sole discretion.

4. *Term of Annual Membership.* Regular membership shall extend from July 1 until June 30 of the following year.

5. *Expulsion of Members.* A member may be expelled from the Association and his membership card recalled by a two-thirds vote of the Board of Directors.

6. *Voting Rights of Members.* Each member, as defined in Article II, Section 1(a), shall have only one (1) vote in a balloting of the members. There is no provision for proxy voting. Unless specifically provided by the Articles of Incorporation or the Restated Charter thereof, membership shall not be entitled to vote upon issues reserved for determination by the Board of Directors.

ARTICLE III. GOVERNMENT

1. *Board of Directors.* The Association shall be governed by a Board of Directors. The purpose of the Board of Directors is to hear concerns of the membership, to formulate policies for the operation of the Association and to make decisions based on those policies.
2. *Composition of the Board of Directors.* The Board of Directors shall be elected from the membership as provided in Article V of these By-Laws. The number of directors shall be sixteen (16) and may be reduced to not less than eight (8) by amendment to the By-Laws. The immediate past-president shall be included as a non-voting, Ex Officio member of the Board.
3. *Term.* Members of the Board shall be elected for a term of four (4) years. Terms of office of the members shall be staggered, whereby four members of the Board shall retire from and four new members shall be elected to the Board annually.
4. *Officers.* The officers of the Association shall consist of a President, a Vice-President, an Executive Director or Executive Directors, and an Executive Secretary, selected by the Board of Directors as provided in Article V of these By-Laws.
5. *Duties of the Board of Directors.* The Board of Directors shall have the following specific duties, which shall be exercised by majority vote:
 - (a) Employment of staff and administrative personnel, including accounting and legal counsel, if required;
 - (b) Setting of annual salaries of staff, administrative personnel and Executive Director, Executive Directors;
 - (c) Such other duties as are herein imposed or which are generally required of Boards of Directors of For Profit and Not For Profit Corporations to carry out the efficient operation of the Association's business.

In no case shall the Board undertake or be authorized to undertake change in the fundamental not for profit character or status of the Association, nor to attempt to do any act proscribed by Section 501(c)(3) of the Internal Revenue Code or the United States.

ARTICLE IV. MEETINGS

1. All meetings will be conducted according to *Robert's Rules of Order*.
2. *Annual Meeting of Members.* An annual business meeting of members of the Association to hear the report from the Board of Directors shall be held in conjunction with the annual Coaching Clinic in July of each year in Greensboro, North Carolina. Notice of the time and place of holding the annual meeting shall be mailed to each member at least ten (10) days previous thereto.
3. *Special Meetings of Members.* Special meetings of members may be called by the President at any time upon his initiative. Notice of the meeting shall be mailed to each member at least ten (10) days prior to the meeting and the purpose of the special meeting shall be specified in the notice of the meeting.

4. *Order of Business.* At all meetings of the Association's membership, the order of business shall be as follows:

- (a) Reading of minutes of immediate prior meeting for information and approval.
- (b) Reports of officers.
- (c) Reports of committees.
- (d) Announcement of election of officers.
- (e) Unfinished business.
- (f) New business.

5. *Meetings of Board of Directors.* The Board of Directors shall meet at the time of the annual Coaching Clinic in July of each year in Greensboro, North Carolina. Other meetings of the Board of Directors shall be called by the President upon his initiative whenever in his judgment it may be deemed necessary. Five (5) days' notice of meetings of the Board shall be sent by mail to all directors and officers, and shall be deemed sufficient notice of such meetings.

6. *Quorum for Board Meeting.* A majority of the Board of Directors shall constitute a quorum.

ARTICLE V. ELECTION OF DIRECTORS AND OFFICERS

1. *Election of Directors.* The Directors of the Association shall be elected at the annual meeting of the Board of Directors except as hereinafter provided. The Board of Directors shall consist of two (2) Directors from each district of the North Carolina High School Athletic Association. Each Director shall be elected for one (1) four-year term and shall not succeed himself. Each Director shall be entitled to one vote for each Director to be elected and the candidate receiving a majority of the votes cast shall be declared elected.

2. *Election of Officers.* The Board of Directors shall elect a President, a Vice-President, an Executive Director or co-Executive Directors or Deputy Executive Directors as the Board in its judgment may deem necessary for the efficient operation of the Association, and an Executive Secretary. The President and Vice-President shall be elected for one-year terms. In years ending in zero or an even number, the President shall coach in District 1, 2, 3, or 4 and shall represent those districts; the Vice-President shall coach in District 5, 6, 7, or 8 and shall represent those districts. In like manner, in years ending in an odd number, the President shall coach in District 5, 6, 7, or 8 and shall represent those districts; the Vice-President shall coach in District 1, 2, 3, or 4 and shall represent those districts.

3. *Terms and Compensation for Services.* The Executive Director(s) and Executive Secretary shall serve two-year terms and will be reviewed annually and evaluated for another two-year term pending approval by the Board of Directors. The Executive Director(s), Deputy Executive Director(s) and Executive Secretary shall receive compensation to be determined by the Board. The President, Vice-President and Board of Directors shall be entitled to no compensation.

New officers for the following year shall be installed at the business meeting of the Association.

4. As used herein, the pronouns "he" and "him" shall be deemed to include masculine and feminine, and shall be inclusive of either gender.

ARTICLE VI. VACANCIES IN OFFICE

If a vacancy occurs among the officers or the Board of Directors, the Board of Directors shall appoint a person to complete the unexpired term.

ARTICLE VII. DUTIES OF OFFICERS

1. *President.* The President shall preside at all meetings of the Association and of the Board of Directors and shall appoint such committees as he or the Association shall consider expedient or necessary. The President may, at his discretion, serve on any committee he appoints.

2. *Vice-President.* In the absence of the President, the Vice-President of the Association shall perform the duties of the President.

3. *Executive Secretary.* The Executive Secretary shall:

- (a) In the absence of both the President and Vice-President, preside and assume the duties of the President.
- (b) Keep all minutes of the meetings of the Association and of the Board of Directors.
- (c) Read, if requested, such minutes at each meeting for approval.
- (d) Submit records of the Association when requested.
- (e) Perform such other duties as may be required of him by the By-Laws, the President, or the Board of Directors.

4. *Executive Director (or Executive Directors).* The Executive Director, or Executive Directors, shall be the chief administrative and fiscal officer(s) and shall be responsible for making all decisions concerning the operation of the Association that are not expressly designated to other officers by the Board of Directors. This includes, but is not limited to, signing leases, contracts, or other instruments in writing and making all the plans and arrangements necessary for the annual All-Star Games, Association Meetings, Board of Directors meetings and the annual Coaching Clinic.

Compensation which may include salary, expense allowance and benefits shall be determined by the Board of Directors at its annual meeting. Annual increases in compensation of any officer may be made by the Board. In the event the Board fails to fix the annual salary of such officer, the same will be increased automatically by the percentage of increase in teacher pay granted by the State of North Carolina.

Such officer or officers shall:

- (a) Mail out all notices from the Association and Board of Directors.
- (b) Keep accurate account and collect all application fees, dues, and charges from members.
- (c) Have charge of all receipts and monies of the Association.
- (d) Deposit all receipts and monies in the name of the Association in a bank approved by the Board of Directors.
- (e) Disburse funds as authorized by the Board of Directors.
- (f) Keep regular accounts of receipts and disbursements.
- (g) Submit financial records when requested.
- (h) Give an itemized financial statement at regular meetings of the Association.
- (i) Sign checks and withdrawal slips in behalf of the Association upon any and all of its financial accounts.

- (j) Employ and set compensation for such staff as is deemed necessary to operate the Association, All-Star Games, and Coaching Clinic.
- (k) Perform such other duties as may be required of him by the By-Laws, the President, or the Board of Directors.

ARTICLE VIII. DUES AND CLINIC FEES

The clinic fees and annual dues of members for each year shall be determined by the Board of Directors.

ARTICLE IX. FISCAL YEAR

The fiscal year of the Association shall be from January 1 to December 31.

ARTICLE X. AMENDMENTS

These By-Laws may be amended by a vote of the membership.

All proposed amendments shall be submitted in writing by June 15 to a member of the Board of Directors or to an Officer of the Association. The Board of Directors shall then vote whether to bring the proposed amendment to the membership for a final vote.

ARTICLE XI. REVISED BY-LAWS

Upon a majority vote of Association Members, these Revised By-Laws shall become effective at the Annual Meeting of Members in July, 1997. The Association's Executive Secretary shall tally votes cast and announce passage or rejection of these Revised By-Laws on the last day of the annual meeting.

NORTH CAROLINA COACHES ASSOCIATION CODE OF ETHICS

Objective

To promote high standards among North Carolina coaches and to work towards the improvement of high school athletics.

Coaches' Responsibilities

When entering the coaching profession a coach accepts certain obligations and responsibilities to players, fellow coaches, and to the contests he/she directs. To keep the coaching profession on an exemplary level, all coaches must assume these responsibilities in a manner which reflects honor and dignity.

The coach should by principle and example set a pattern of behavior for the athletes, as the coach may influence those under his/her direction more than any other person. Parents place their dearest possessions under our guidance and care and we must ensure that all athletes are better for having played for us.

Coaches should meet rival coaches before and after contests to exchange greetings.

Coaches must practice self-control on the sidelines and on the practice field towards players, officials, administrators, and fans.

Coaches must see that each injured athlete receives immediate and appropriate medical attention.

Coaches should remember that their primary function is to further and enhance their players' educations through participation in athletics.

Coaches should remember the positions they hold in the school system and must support administration policies, rules, and regulations. Where differences with administrators exist, discussion should take place and remain behind closed doors.

Coaches should assist their booster clubs.

Coaches should support the North Carolina Coaches Association and the North Carolina High School Athletic Association.

Coaches should ensure that every participant meets all requirements for eligibility. Any coach who attempts to circumvent eligibility rules or to unduly influence instructors or administrators in the performance of their professional duties on behalf of an athlete is guilty of unethical conduct.

Coaches should inspire the athlete to achieve his/her academic potential.

Coaches must have a thorough knowledge of the game rules. No rule should be disregarded to a team's advantage.

Every coach should stress good sportsmanship. If a coach defends or ignores unsportsmanlike actions by his/her team, that coach is guilty of a breach of coaching ethics.

Coaches should advise players as to proper conduct in meeting with the press. Players must be advised to promote their team and to never disparage an opponent.