

THE NORTH CAROLINA HIGH SCHOOL RODEO ASSOCIATION INC.

CONSTITUTION AND BYLAWS

A North Carolina Non-Profit Organization

ARTICLE I

Purposes and Aims

1. To maintain order and standards set up by the National High School Rodeo Association and the North Carolina High School Rodeo Association among members at their functions. The North Carolina High School Rodeo Association, Inc. (NCHSRA) is organized exclusively for charitable and education purposes.
2. To promote high school / junior high on a statewide scale and work toward this by bringing statewide recognition to this activity for students who are under 20 years of age at the first of the NCHSRA year (August 01) and are or have been enrolled in the 6, 7, 8 , 9, 10, 11, and 12 grade the year just preceding the National Finals Rodeo the contestant is entering, as long as they have met their grade requirements, even if they have graduated in the middle of the year, or have attended school on half-days, they will be eligible to compete in National High School Rodeo through National Championship Finals. Any student attending schools, which apply to High School credits, is eligible for membership if he/she meets all other requirements of his/her school.
3. To promote the highest type of conduct and sportsmanship at the various rodeos by setting up standards to be met to reach this end.
4. To keep the Western Heritage alive in America, and the state of North Carolina.
5. To promote a closer relationship among the people interested in this activity and the organizations they represent.
6. To increase and maintain the interest of the high school student in rodeo and other functions of the nation.
7. It is this intent of the North Carolina High School Rodeo Association to encourage any student to continue in school as a regularly enrolled student and to improve his/her education.
8. To assist and work in cooperation with the National Intercollegiate Rodeo Association, the Professional Rodeo Cowboys Association, and the Canadian Rodeo Cowboys Association.

9. No part of the net earnings of the cooperation shall inure the benefit or be distributable to its members, trustees, officers, or the other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in paragraphs 2,3,4,5,6,7,and 8 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the participation in or intervention in, including the publishing or distribution of statements, any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions except as provided in these articles, the corporation shall not carry on any other activities not permitted to be carried on.
  - (a) By a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or
  - (b) By a corporations contributions to which are deductible under sections 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).
  
10. In the event of dissolution of this nonprofit corporation, any assets belonging to the North Carolina High School Rodeo Association, after paying or making provisions for the payment of all liabilities of the corporation, will dispose of assets of the corporation exclusively for the purposes of the corporation and in such manner or to such organizations or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of this corporation shall determine. Any such assets not so disposed of shall be disposed by the court of the county in which the principal office of the corporation has been located, as said court shall determine which are organized and operated exclusively for such purposes.

## ARTICE II

### Membership Associations

#### Membership

1. This association must be statewide. All Associations will be governed by the Constitution and Bylaws of the State or Province.
2. This association shall be incorporated as a not for profit corporation, shall abide by the laws of the North Carolina and federal laws and regulations. Each Association shall have Articles of Incorporation and Constitution and Bylaws consistent with the National High School Rodeo Association Constitution and Bylaws.
3. Dues: The annual membership dues for students will be \$8.00 and \$10.00 for adults.

4. Membership: Any member, student or adult, who makes themselves incompatible to the operation of the program by words or deeds, may be suspended for six (6) months. A notice must be sent to all paid members for the first meeting following the six-month suspension and the person must have a 51% vote of those present to be reinstated. If this is not received, they will be dropped from membership.

## ARTICLE III

### Officers

1. The officers of this State Association shall be a President, Vice-President, and Second Vice-President (elected by voting members of the Association). The secretary and Treasurer need not be a member of the Board, but must be a member of the State Association.
2. The officers of the Association shall perform the duties usually performed by such officers, together with such duties as shall be prescribed by the Bylaws of the Association.
  - (a) The President shall be the Chairman of the Board of Directors and an ex-officio member of all committees, except the Committee of Nominations.
  - (b) In the absence of the President, the Vice-President shall assume the duties of the President. In the event of a vacancy occurring in the office of the President, the Vice-President shall serve as President until the next annual election of officers.
  - (c) The Secretary or designee shall keep the complete minutes of all meetings of the Association. A copy of minutes shall preserve all documents of the Association. The Secretary shall issue membership certificates to all members.
  - (d) The Treasurer shall collect, receive and have charge of all funds of the Association and deposit such funds in the bank designated by the Board of Directors.
3. The terms of the office of all officers elected at any annual meeting shall commence at the adjournment of that meeting and they shall serve until the adjournment of the next Annual meeting.
4. Officers may serve consecutive terms, but must be reelected to that position by a majority vote of the Board of Directors each year at the annual board meeting.
5. Removal. Any officer, elected or appointed by the North Carolina High School Rodeo Association, may be removed from the Board of Directors whenever in its judgment the best interests of the Association would be served thereby.

6. Vacancies: A vacancy in any office because of resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.
7. Powers and Duties. The several officers shall have such powers and shall perform such duties as may from time to time be specified in resolutions or other directives of the Board of Directors. In the absence of such specifications, each officer shall have the powers and authority and shall perform and discharge the duties of officers of the same title serving in nonprofit corporations having the same or similar general purposes and objectives as this corporation.

## ARTICLE IV

### Board of Directors

1. There shall be a State Board of Directors of the Association, which shall consist of 25 members with each member being a resident of North Carolina.
2. The Directors will be nominated at the annual meeting with the exception of the National Director. The National Director is a permanent, voting member of the Board of Directors. The election shall be held by secret ballot. The top three (3) individuals receiving the largest number of votes shall be the Board.
3. The term of office shall be for three (3) years. Terms shall be staggered in such a way that not more than half of the directors are replaced in a single year.
4. There shall be at least one director from each subdivision of the state (region, district).
5. Special meetings of the Board of Directors may be called by the President on ten (10) days notice to each Director either personally, by mail, telephone or telegraph, and shall be held at such time and place as specified in the notice thereof.
6. A majority of the Board of Directors shall constitute a quorum to do business.
7. There shall be an executive committee of Board of Directors composed of the National Director, President, Vice-President, Second Vice-President, and two (2) Board members. This committee shall have all power of the Board of Directors to Transact business of an emergency nature between the Board of Director meetings. All transactions at this meeting shall be reported in full at the next meeting of the Board of Directors. The Secretary and Treasurer shall be non-voting members of the Executive Committee.

8. The Board of Directors shall:
  - (a) Transact the general business of the Association
  - (b) Establish major administrative policies governing the affairs of the Association and devise mature measures for the Association's growth and Development.
  - (c) Provide for the maintenance of an office for such work of the officers and committees as may be deemed expedient; provide for the proper care of materials, equipment and funds of the Association; for the payment of legitimate expenses and for the annual auditing of all books of account by a certified public accountant.
  - (d) Act upon application for membership in this Association.
  - (e) Have the power to fill all vacancies on the Board of Directors. In the event a Director misses two (2) unexcused consecutive meetings he or she will be replaced.
  - (f) Alternates may be seated for informational purposes only, and shall not have a vote.
9. The North Carolina High School Rodeo Association will certify a nominee for National Director of their association to the Secretary of the National Association, Who shall act a Secretary of the National Nominating Committee, twenty (20) days before the National Championship Rodeo. If no certification from the State/Province Member Association is received, then the nominating committee shall elect an individual from the said State/Province to serve for that meeting only. The chairman of the National Nominating Committee shall report to the annual meeting, the names of individuals so certified as nominees by the State/Province Member Association, for National Directors and the names of individuals selected by the National Nominating Committee in the absence of such certifications. Duly certified delegates of the State/Province Member Associations may make additional nominations for the position of National Directors from the floor.
10. The North Carolina High School Rodeo Association shall be responsible for their National Director's legitimate expenses while attending National meetings.
11. National Director duties on the State level shall include acting as coordinator in all State sanctioned rodeos. Any flagrant abuse will be brought to the attention of the National Director. State/Province Member Associations are encouraged to resolve all problems at the State level. If a problem cannot be resolved with the National Director and the problem prevents the rodeo from being held, an emergency Conference may be invoked with the National President or designee. At such conference, a State/Province Member Association designee, and the National Director shall be present. Executive action may be required and a contestant or State/Province may be disqualified. It is to the best interest of Rodeo, contestant, and spectators to resolve problems as soon as possible, and to continue with a performance. Judges, arena directors and board members should cooperate with National Directors in all

matters, except for emergency problems as noted above. The decision reached by a National Director shall remain final unless reversed by the National Executive Committee, whose action will come before the National Board at the next regular meeting.

## ARTICLE V

### Student's Delegates and Officers

1. There shall be a representation of students at the Board of Director's meetings.
2. Election of student officers:
  - (a) High school students shall elect a president, vice-president and secretary to preside over the activities of the contestants of the coming year.
  - (b) Junior High school students shall elect a president, vice-president and secretary to preside over the activities of the contestants of the coming year.
3. Procedure for election of officers to conform to Roberts' Rule of Order on Parliamentary Procedure.
4. The election of officers' meeting must be posted by the Association's Secretary at least 24 hours before the meeting (time, place and date).
5. Nominations will also be accepted from the floor.
6. The student officers shall attend all Board Meetings and take such other trips and appearances as the adult officers may direct.
7. They shall also collect and receive information and requests for changes in the conduct of the Championship State/Province Finals and pass these requests on to the Adult Association officers.
8. The student officers shall continue in office until the following Championship State/Province Finals when the new student officers have been elected.
9. All NCHSRA contestants shall be members of the National High School Rodeo Association.
10. At all Board of Director meetings the officers representing the high school contestant directors shall have a total of three (3) votes.
11. At all Board of Director meetings the officers representing the junior high contestant directors shall have a total of three (3) votes.

## ARTICLE VI

### Meetings

1. The annual meeting of the Association shall be held at a site determined by the Board of Directors.
2. Notice of the annual meeting of members shall be given by the Secretary at least Twenty (20) days and not more than sixty (60) before the annual meeting and notice of any amendments to the By Laws will be included in said notice.
3. The order of business at each annual meeting shall be fixed at the beginning of the Meeting and shall include among other things:
  - (a) Roll call for directors
  - (b) Address of the President
  - (c) Minutes of previous meeting.
  - (d) Reports of officers
  - (e) Reports of Standing committees.
  - (f) Reports of special committees.
  - (g) Election of directors and officers.
  - (h) Miscellaneous business- old and new.
  - (i) New business discussed and passed on by the Board will be placed on the agenda for the Directors' Meeting for final action.
4. The meetings will be conducted under Roberts' Rule of Order.
5. A majority of the Board shall constitute a quorum at the meeting of the members. A quorum must be in attendance at a meeting for any official legal transaction of business.
6. A regular meeting of the Board of Directors shall be held every other month of each year beginning in September with the annual board meeting being held in June at the State Finals Rodeo. There will not be a regular meeting during the months of July and August. Notice and consent of this meeting shall be given in the same manner as provided for in the annual meeting.
7. In the intervals between meetings of the Board of Directors, the President of the Association may refer and submit by mail, telephone, or telegraph to he members of the Board of Directors definite questions relating to the affairs of the Association which in the opinion of the President, require immediate action on the part of the Board of Directors. The result of such a referendum, which requires a majority vote of the members of the Board of Directors, shall control the action of the Association and of its Board, officers, sections, committees, agents and employees.

## ARTICLE VII

### Committees

#### 1. Standing Committees:

(a) Each committee shall consist of at least three (3) members who shall be notified by the Committee chairman and members are to be appointed by the chairman. If five (5) or more board members dissent on the appointments to said committee, then a referendum shall be conducted.

(b) The Association shall have the following standing committees:

1. Nominations Committee. The purpose is to prepare a slate of candidates for office. The Nominating Committee will convene at board meetings.

In the absence of two (2) or more written nominations for an office, the Nominating Committee shall consider all other possible candidates.

The Nominating Committee will interview prospective nominees and present a slate of candidates to the Board of Directors at the Championship Finals Meeting.

Nominations for any office will be accepted from the floor at the time of Elections.

2. Budget Committee

3. Rodeo Conduct Committee

4. Special Committees

5. Operation and Advisory

6. Other Committees: The president may designate other committees not having and exercising the authority of the Board of Directors in the management of the Association. The person or persons authorized to appoint such members may remove any member thereof whenever in their judgment the best interests of the Association shall be served by such removal.

## ARTICLE VIII

### Contracts, Checks, Deposits and Gifts

1. **Contracts.** The Board of Directors may authorize an officer or officers or agent or agents of the Association, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of an on behalf of the corporation, and such authority may be general or may be confined to specific instances.
2. **Checks, drafts or orders.** All checks, drafts or orders for the payment of money, notes, or other evidence or indebtedness issued in the name of the Association, shall be signed by such officer or officers or agent or agents of the Association, and in such manner as shall from time to time be determined by resolution of the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by by the President or a Vice-President of the Association.
3. **Deposits.** All funds of the Association shall be deposited from time to time to the credit of the Association in such bank, trust companies, or other depositories as the Board of Directors may select.
4. **Gifts.** The Board of Directors may accept on behalf of the corporation any Contributions, gifts, bequests, or devices for any purpose of the Association.

## ARTICLE IX

### State Contest

1. The North Carolina High School Rodeo Association and Wrangler Junior High Division shall conduct a State/Province Championship Rodeo each year. The Championship High School Rodeo and Championship Wrangler Junior High Division, which will Qualify contestants in the first four (4) places in each event in the average for the National Championship Finals, shall be a two (2) go-round with a championship or Three (3) go-round in which all contestants go. The roll up rule applies as found in The National High School Rodeo Association rulebook. In the cutting horse event, The finalists will be left to the discretion of the rodeo committee.
2. Rodeos are open to all students in that State/Province who meet the National High School Rodeo Association's **GRADE AND CONDUCT QUALIFICATIONS**. (Current Grade and Conduct requirements ONLY).
3. The State contest will be governed by Article IX Rules 1-5 of the National High School Rodeo Association rulebook.

4. The Association will transfer \$5000.00 from the general fund to the scholarship fund yearly as long as funds are available to do so.

## ARTICLE X

### Amendments

1. These Bylaws may be recommended for amendment at any annual meeting by a 2/3 vote of the members present at which a duly constituted quorum is present. The notice of the proposed amendment must be given in the notice of the annual meeting and approved by the Executive Board.

(Bylaws revised of June 15, 2006)