

QUEEN CITY DARTING ASSOCIATION, INC.

BYLAWS

ARTICLE I - NAME

The name of the organization shall be the QUEEN CITY DARTING ASSOCIATION, INC. (QCDA)

ARTICLE II - DEFINITIONS

Section 1 - Whenever the initials "QCDA" are used in these Bylaws, they shall mean QUEEN CITY DARTING ASSOCIATION, INC.

Section 2 - Whenever the "BOARD" is used in these Bylaws, it shall mean that body described in the Article VI, Section 1.

Section 3 - Whenever the term "Senior Board Member" is used in the Bylaws, it shall mean the most senior board member present in terms of continuous service.

Section 4 - Whenever the term "General Member" is used in these Bylaws, it shall mean an association member other than a board member.

Section 5 - Whenever the term "Honorary Member" is used in these Bylaws, it shall mean an association member other than a board member or general member.

Section 6 - Whenever the word "Neutral" is used in these Bylaws, it shall mean a general member who is not personally or financially involved in the team, location or circumstances under discussion.

Section 7 - Whenever the term "Charter Member" is used in these Bylaws, it shall mean one of the original organizers of the QCDA.

Section 8 - In the event that a Board Member At-Large seat is made vacant by either resignation or termination, the next person in line based on number of votes from the original General Membership At-Large Election shall be offered the seat. Should that person decline the offer will be extended down the list until all nominees are exhausted, at which point the President will nominate a replacement, as a simple majority of the Board may approve.

Section 9 - Whenever "Fiscal year" is used in these Bylaws, it shall mean the 12 months coinciding with the general membership term of one year. The Fiscal Year shall be established and may be revised by a two-thirds majority vote of those board members present at any board meeting. The Current Fiscal Year coincides with the calendar year beginning January 1, ending on December 31.

ARTICLE III - PURPOSE

Section 1 - The purposes for which the corporation is organized are exclusively pleasure, recreation, and social activities within the meaning of Section 501 (c) (7) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 2 - The corporation is irrevocably dedicated and operated exclusively for nonprofit purposes; and has not been formed for pecuniary profit or financial gain; and no part of the income, net earnings, or assets of the corporation shall be distributed to, or inure to the benefit of any individual, officer, or director of the corporation.

Section 3 - No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the

corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c) (7) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 4 - **OBJECTIVES** of the QCDA are as follows:

- a) Promote competitive darts;
- b) Promote darting competition matches between dart teams from Charlotte and other cities in the United States;
- c) Promote major dart tournaments;
- d) Generate the assistance and cooperation of major business firms who may have an interest in sponsoring darting tournaments;
- e) Establish and maintain friendly, competitive relationships with similar organizations involved in the sport of darts;
- f) Arranging individual elimination dart tournaments in the Charlotte area to raise funds to send dart shooters, possessing varying degrees of ability, to other cities of the United States for inter-city competitive dart matches;
- g) The development of additional locations and teams for the purpose of promoting darting as a sport; and
- h) Establishing a competitive dart league for the purpose of promoting darting as a sport.

Section 5 - The QCDA shall be a nonprofit, nonpolitical and nonsectarian organization.

ARTICLE IV - MEMBERSHIP FEES AND DUES

Section 1 - *General membership initiation fees shall be established and may be revised by a two-thirds majority vote of those board members present at any board meeting.*

Section 2 - *Fees, if any, for QCDA sponsored activities shall be established by a two-thirds majority vote of those board members present at any board meeting. A vote in favor of a committee report, which includes fees, shall mandate the fees established by the committee.*

Section 3 - *General membership fees shall be applicable to the period established at a board meeting and shall be payable in advance. An applicant for general membership shall be considered to be properly registered as a general member when, within current policies, his/her application form and appropriate fee have been received and approved.*

Section 4 - *The annual general membership dues of the association, payable in advance, will remain the same unless determined by a vote prior to the beginning of each fiscal year.*

Section 5 - *A general member's status is automatically terminated when he/she neglects or refuses to pay the current dues within sixty (60) days after the expiration date of their membership period.*

Section 6 - *Any general member found guilty of conduct unbecoming a gentleman or lady, as the case maybe, may be fined for said offense by the members of the board who shall determine the amount of such fine(s).*

ARTICLE V - MEMBERSHIP

Section 1 - Application for *General Membership* is open to anyone who expresses an interest in darts as a sport and wants to help promote said sport.

Section 2 - All general memberships are subject to termination for cause by a simple majority vote of the Board.

Section 3 - A general membership may be restricted by a simple majority of the board if such a member creates disharmony or behaves in a manner which is prejudicial to order and discipline. The board's decision in such matters is final.

Section 4 - At the discretion of a majority of the board, a nonvoting honorary membership, at no charge to the recipient, may be issued.

ARTICLE VI - THE BOARD

Section 1 - The board shall be comprised of one (1) representative from each local establishment participating in the promotion and contributing to the advancement of darts in the QCDA area, appointed representatives as approved by the board as voting members, one (1) lifetime board member (Dick Bright) and eight (8) members-at-large elected by the general membership. The tally of nominated members, and votes for each shall be recorded by the current secretary, and maintained for one year. No bar owner(s) may be a QCDA board member or QCDA representative and/or have a vote on the board. No board member shall have more than one vote regardless of number of positions held.

Section 2 - Board members' terms are to be one year in duration, Beginning January 1st, and ending December 31st.

Section 3 - At the end of the December board meeting, there shall be a meeting of the incoming board members to elect officers with terms to last for one (1) year.

Section 4 - A board member's status is automatically terminated when, without sufficient cause, he/she fails to appear at two (2) consecutive meetings, **provided** such meetings are not scheduled with a period of twenty-five (25) calendar days.

Section 5 - Should it be necessary to terminate a board member, the establishment he/she represents shall be notified to allow a replacement to be determined. This replacement should be chosen as soon as possible.

Section 6 - Terminated board members will not be permitted to serve on future boards for a period of two (2) years.

Section 7 - Board members may resign from office at any time during their term of office by submitting oral or written notice to the remaining members of the board. Such resignation shall be effective immediately upon receipt by the board.

Section 8 - Local Establishments are responsible to notify the QCDA President, and/or Secretary of appointment and/or change in appointment of their representative to the QCDA Board a minimum of 7 days prior to their active membership on the board. The QCDA will inform new establishments of their ability to have representation on the Board, but it will remain the responsibility of the establishment's owner/manager to inform the QCDA on who will represent them. Appointments will be in accordance with Article VI-Section 1.

ARTICLE VII - BOARD DUTIES/QUORUM

Section 1 - The board must meet at least once every two (2) months. The meeting date, time and location will be determined by the president with the approval of the board. Attendance shall be excused if written notice of the meeting has not been received at least three (3) days prior to the meeting.

Section 2 - Board meetings shall have a time limit of three (3) hours from the time the meeting is called to order. A maximum of fifteen (15) minutes may be allowed for the purpose of completing a point under discussion. This section may be waived by the **unanimous** vote of the members in attendance.

Section 3 - A simple majority in attendance at a board meeting shall constitute a quorum. In the absence of the president and the vice-president, the senior board member shall act as chairman of the meeting.

ARTICLE VIII - DUTIES OF THE OFFICERS

Section 1 - **PRESIDENT**: The president presides at all meetings of the association unless excused by virtue of the **no-vote proviso**, which is Section 8 of Article VIII. The president may vote if necessary to break a tie. His/her signature will be one of three (3) valid signatures on the association monetary accounts. He/she shall decide all questions of order; sign all orders upon; the request of the treasurer for all sums of money ordered by the association to be paid; appoint all committees, unless otherwise ordered, and shall be an ex-officio member of all committees. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

Section 2 - **VICE-PRESIDENT**: The vice-president shall assist the president in maintaining the efficiency of the operation. In the absence of the president, the vice-president shall exercise the duties of the president. His/her signature will be one of the three (3) valid signatures on the association monetary accounts. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association. The vice-president will act as chairperson of the Five-Person Committee which governs the Four-Person Tuesday Night League. Should the president resign, or for any other reason, leave the board, the vice-president will act as president in the interim with the provision that he/she call an election meeting within thirty (30) days of the president's departure.

Section 3 - Should both the president and the vice-president take leave of office, the senior board member shall assume the duties of the president with the provision that he/she call an election meeting, within thirty (30) days, of the president's departure.

Section 4 - **SECRETARY**: The secretary shall keep accurate minutes of the proceedings of the association, issue notices of meetings, conduct the correspondence of the association and perform such other duties as may from time-to-time be imposed on him/her, and at the time of expiration of his/her term of office, turn over all books, papers, mailing lists, membership lists and all other QCDA documents and materials to his/her successor. His/her legitimate

association expenses, as a simple majority of the board may approve, shall be paid by the association.

Section 5 - TREASURER: The treasurer shall receive and maintain custody of all QCDA funds and assets, and shall promptly deposit all monies received in the QCDA Bank Account. He/she shall perform a verification of inventory of assets and accounts, and provide a report to the Board of his/her findings. He/she shall have transferred the electronic access to the QCDA bank accounts into his/her name, and shall receive and maintain the associated debit card. He/she shall keep a correct accounting of all monies and shall pay all orders promptly drawn on him/her. He/she shall be bonded to the amount of twenty thousand dollars (\$20,000), subject to increase at any time by approval of a majority of the board, and the association shall pay all expenses of bond for the faithful discharge of his/her duties. He/she shall be responsible for the collection of any fees, dues, or fines from the association members, and he/she shall be required to submit a treasurer's report each quarter. His/her signature will be one of the three (3) valid signatures on the association monetary accounts. The treasurer, at the discretion of the board, shall submit the books for an annual audit at the end of the calendar year. An independent auditing firm or auditing committee, comprised of three (3) board members, will be appointed to conduct the audit review and submit their findings to the board. The treasurer's legitimate association expenses, as a simple majority of the board may approve shall be paid by the association. The treasurer is responsible for the payment of reoccurring, routine, monthly expenses without prior approval of the Board of Directors. Any non-routine or non-reoccurring expense, exceeding \$200.00 must have Board of Directors approval. This includes, but is not limited to, all QCDA banquet expenses and QDCA sanctioned tournament expenses. In the event of a "unforeseen" expense and funds need to be paid for something *prior* to the next scheduled Board Meeting, the treasurer may get approval from the President and one other Officer or two Officers (if the President cannot be reached), in order to pay the expense. The Treasurer must have current contact information for all elected Officers.

Section 6 - EXECUTIVE DIRECTOR: The executive director will participate in the planning and execution of the overall activities conducted by the association, locally or otherwise, and he/she shall conduct the principal liaison functions with similar organizations involved in the sport of darts. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

Section 7 - **BOARD MEMBERS:** Board members, together with the board officers, shall have and exercise a general supervision of the affairs of the association, and shall control and manage its properties and effects. They shall assist in the administration of QCDA policy, and provide and enforce penalties for infractions committed by association members. Their legitimate association expenses, as a simple majority of the board may approve shall be paid by the association.

Section 8 - **NO VOTE PROVISIO:** No board member may vote on operational procedures or protests during a match or tournament.

Section 9 - All checks issued by the QCDA must be co-signed by two (2) of the three (3) authorized board members.

Section 10 - Only board members in good standing shall be eligible to be elected to the office of president, vice-president, secretary, treasurer or executive director.

Section 11 - **Non-Voting QCDA Officials-** The QCDA president will appoint as approved by the board the following QCDA representatives to fulfill the duties described herein. These representatives will act in the best interest of the QCDA. These representatives will not count towards a quorum, and will not vote on operational procedures of the QCDA.

ADO Representative: The ADO Representative, appointed by the QCDA President, as approved by simple majority of the Board shall act as the liaison between the QCDA and the American Darts Organization (ADO). The ADO Representative will notify the ADO upon appointment, and provide to the ADO his/her contact information. The ADO Quarterly newsletter (The Double Eagle) will be mailed to the ADO Representative's address. The ADO Representative will be responsible to distribute the Double Eagles to as many QCDA members as possible. The ADO representative will organize singles events in which money will be raised for player entry fees to the ADO regional qualifiers. Play of such qualifiers will be in accordance with ADO Rules. The ADO Representative will be responsible for notifying the QCDA board of annual ADO membership dues, and sanctioning requirements for tournaments organized by the QCDA. He/she will be responsible for requesting ADO Sanctioning for such tournaments. The ADO Representative will be responsible to provide any required or requested information to the ADO including but not limited to the information about and from events such as tournaments, including participant numbers, achievements, and standings. His/her

legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

Youth Director: The Youth Director, appointed by QCDA President, as approved by simple majority of the Board will organize and participate in the planning and execution of the overall activities involving youth darts conducted by the association, locally or otherwise, and he/she shall conduct the principal liaison functions with similar organizations involved in the sport of darts. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

Tournament Director: The Tournament Director, appointed by the QCDA President, as approved by simple majority of the Board, will organize and participate in the planning of dart tournaments for the QCDA. He/she will recommend venues, purses, schedules, advertisement, and other miscellaneous attributes of tournaments sponsored by the QCDA. He/she will provide a budget of preliminary expenses and anticipated proceeds to the board prior to the organization of such events. He/she will maintain and provide to the board regularly an inventory of QCDA property obtained and held for the operation of QCDA tournaments including but not limited to boards, stanchions, raffle prizes, etc. He/she will be responsible for the maintenance of QCDA stanchions. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

The Website Director: The Website Director, appointed by the QCDA president, as approved by simple majority of the Board, will keep current the QCDA Website. He/she will post current league statistics as often as provided by the league statistician. He/she will post current league rules and QCDA bylaws as updated and provided by the board. He/she will post information about local and national darting events, as well as events sponsored by the QCDA. He/she will forward questions and information received as the webmaster to the Board for action. He/she will maintain directions and contact information for each of the associated sponsoring establishments of the QCDA league. He/she will maintain an updated calendar and schedule. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

Fun Shoot Director: The Fun Shoot director, appointed by the QCDA President, as approved by simple majority of the Board, will develop, organize and participate in the planning of dart events intended to provide opportunities for all levels of play to participate and compete, and to promote and develop darts as a sport locally. He/she shall provide a budget of expenditures and purses if any to the board prior to event organization. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

New Development Committee Chairman: The New Development Committee Chairman, appointed by the QCDA President, as approved by simple majority of the Board, will endeavor to find and affiliate new and past establishments and players with an interest in competitive darts in and around the Greater Charlotte Area. He/she will provide information about the QCDA and its operations and events to these establishments. He/she will organize and provide support required to insure new establishments meet QCDA standards of play. He/she will regularly update the Board of potential affiliations and work with other committees to bolster support of events held at these establishments. His/her legitimate association expenses, as a simple majority of the board may approve, shall be paid by the association.

ARTICLE IX - MEETINGS

Section 1 - BOARD MEETINGS: Such meetings shall be comprised of board members, committee members, and guests. Meetings shall be subject to the provisions set forth in Article VII. The general membership may attend board meetings as committee members or as the guest of a board member.

Section 2 - PROTEST MEETING: Such meetings shall be subject to the provisions set forth in these rules currently in effect.

Section 3 - GENERAL MEETING: A minimum of one (1) general meeting every year will be mandatory. Such a meeting must be announced by posting a notice of said meeting in each establishment at least seven (7) days prior to the meeting date. The primary function of the *General Meeting* is to dispense information to the

General Membership body, and to hold nominations for, and election of the 8 member at large board members. This meeting will be held prior to the September board meeting. This meeting can coincide with other QCDA functions at the discretion of the board.

Section 4 - **RECALL MEETING**: such meetings shall be held subject to the provisions set forth in Article XIII.

Section 5 - **SPECIAL GENERAL MEETINGS**: Such a meeting may be called, by petition, by an association member and for a specified purpose only. The specific purpose must be in writing and must be signed by fifty percent (50%) of the current membership. No other business will be discussed at such a meeting. The board must announce date, time and location for such a meeting no later than twenty (20) days from the date the petition is received by the secretary. The **no vote proviso**, as described in Article VIII, Section 8, shall apply to those members attending a special general meeting.

Section 6 - Unless otherwise specified, meeting announcements must be mailed at least seven (7) days in advance of the meeting date.

Section 7 - Whenever required by the other provisions of these Bylaws, notices will be mailed to the members at the addresses provided to the secretary. It is the responsibility of all association members to insure the secretary is advised of any address or telephone number changes to insure his/her records are always current.

ARTICLE X - GENERAL

Section 1 - The board is given full power to make, alter, or repeal any and all Bylaws of the QCDA at any regular or special meeting without giving prior notice of their intention. A two-thirds majority vote of the board in attendance is required to make, alter, amend, or repeal any Bylaws of the QCDA.

Section 2 - Rules and regulations to supplement these Bylaws shall be devised for the purpose of clarity and uniformity. Any additions, deletions, or changes may be made according to the provisions set forth in Section 1 of Article X.

Section 3 - The order of business and/or procedures of any meeting called or any subject not covered by these Bylaws or noted in board minutes shall be subject to "Roberts Rules of Order Revised." However, should there be a conflict with these Bylaws and/or Roberts Rules of Order Revised, the latter shall prevail.

Section 4 - Policy changes and temporary ruling(s), as approved by a simple majority of the board, and general information will be in the form of announcements issued by the secretary. These policy changes and temporary rulings will be considered to take effect immediately. It is the responsibility of each association member to read such announcements.

ARTICLE XI - CONTRACTS AND AGREEMENTS

Section 1 - The board shall have the sole authority to enter into contracts and agreements in the name of the QCDA. Such contracts and agreements must be approved by the board and bear the signature of the president or the vice-president and be attended to by the secretary or the treasurer in order to make such contract or agreement binding for the QCDA.

ARTICLE XII - EXPENSES

Section 1 - Any association member, under the direction of the board, is to be reimbursed for all legitimate expenses incurred in the name of the QCDA.

Section 2- All expenses are subject to the approval of a simple majority of the board members in attendance at a board meeting.

ARTICLE XIII - RECALL OF BOARD MEMBERS

Section 1 - Any board member may be recalled from office by a two-thirds majority vote of those in attendance at a board meeting. Members other than board members may institute a recall under the provisions set forth in Article IX, Section 5.

Section 2 - Any board member recalled by the board may appeal under the provisions set forth in Article IX, Section 5. Such appeal must be in writing and received by the secretary (via registered mail) no later than fifteen (15) days after the board's recall ruling. There can be no further appeals.

Section 3 - Recall voting shall be accomplished by secret ballot.

Section 4 - Should recall take place at a general meeting, it shall be immediately followed by a board meeting to fill the created vacancy or vacancies. If the president is recalled, the office shall be assumed by the vice-president after which a new president shall be elected under provisions set forth in Article VIII, Section 2.

Section 5 - Any board member who is recalled, and such recall is ultimately and finally approved, shall be expelled from the association.

Section 6 - Should the president be recalled and appeal his/her case, his/her duties shall be assumed by the vice-president from the date of petition until a final determination is made at a special general meeting. In the absence of the vice-president, his/her duties shall be assumed by the most senior board member in attendance.

ARTICLE XIV - POWERS

Section 1 - In addition to the powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to (a) buy, own, sell, assign, mortgage, or lease any interest in real estate and personal property and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in its Articles of Incorporation, and consistent with its purposes, to exercise all powers granted to nonprofit corporations under the laws of North Carolina; and (b) to borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business and to secure the same by mortgage, pledge, or other lien on the corporation's property.

ARTICLE XV - DISSOLUTION

Section 1 - Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (7) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE XVI - NONPROFIT CORPORATION ACT

Section 1 - Except as otherwise stated herein and allowed by law, these Bylaws shall be subject to the Nonprofit Corporation Act, Chapter 55A of the General Statutes of North Carolina.