

**NORTH CAROLINA ALLIANCE FOR ATHLETICS, HEALTH, PHYSICAL EDUCATION, RECREATION, AND
DANCE AND SPORT MANAGEMENT CONSTITUTION**

Revised November 1994, Revised November 2000, November 2002, November 2008

PROPOSED REVISION FOR NOVEMBER 2013

ARTICLE I -NAME

Section 1. The body, organized as a component of the American Alliance for Health, Physical Education, Recreation, and Dance shall be called the North Carolina Alliance for Athletics, Health, Physical Education, Recreation, ~~and Dance~~ **and Sport Management (NCAHPERD-SM)**.

ARTICLE II. AIMS PURPOSE

Section 1. The ~~aims~~ **purpose** of this Alliance ~~are~~ **is** consistent with the purpose of general education and relate specifically to the areas of ~~athletics, dance, health education, intramurals, physical education, and recreation~~ **athletics, health education, physical education, recreation, dance and sport management**.

- A. To ~~awaken and~~ stimulate wide and intelligent interest in its areas of ~~concern~~ **athletics, health education, physical education, recreation, dance and sport management**.
- B. To ~~acquire and~~ disseminate accurate professional information.
- C. To promote excellent programs in the areas of ~~concern~~ **of athletics, health education, physical education, recreation, dance and sport management** and to advance the standards of teaching and performance in these areas.
- D. To cooperate with the ~~American Alliance for Health, Physical Education, Recreation and Dance, the Southern District of the American Alliance for Health, Physical Education, Recreation and Dance and other state, district, and national~~ **and global organizations interested in athletics, health education, physical education, recreation, dance and sport management** ~~education associations interested in the growth and development of children and adults.~~

~~BY-LAW~~ **ARTICLE I III. MEMBERSHIP**

~~Section 1. The Alliance shall consist of members as hereinafter provided.~~

~~BY-LAW~~ Section 1. Professional membership in the Alliance is open to those persons who are interested in promoting the purposes of the Alliance including:

- A. Professionals in ~~athletics, dance, health education, intramurals, physical education, and recreation~~ in athletics, health education, physical education, recreation, dance and sport management.
- B. Superintendents, principals, supervisors, and ~~classroom teachers of public and non-public~~ in schools.
- C. Other ~~persons from the above categories~~ professionals, superintendents, principals, supervisors, and teachers who have retired or are on leave from their positions.
- D. Any other person interested in athletics, health education, physical education, recreation, dance and sport management.

~~By Law~~ Section 2. Student membership in this Alliance is open to all undergraduate and fulltime graduate students interested in promoting the ~~aims~~ purposes of the Alliance.

- A. Status as a fulltime student shall be determined by the policy of the college or university the graduate student is attending.
- B. NCAAHPERD-SM may request that the individual provide proof of his or her status as a fulltime graduate student. Such proof may take the form of a letter from the graduate student's advisor, department chair, registrar, or similar college or university official.
- C. Undergraduate and fulltime graduate student members are eligible to serve as student officers and/or student representatives on Alliance and association boards.

~~By Law Article I. Section 4. A. Section 3: Members shall select two association memberships. Professional members are eligible to vote in all general business meetings of the Alliance and in a maximum of two different associations, One association being shall be designated as first choice and the other as second choice. No professional member may select the same association as both first and second choice. However, only one association may be selected. Members may select the same association for both choices. The Alliance shall return to each association an allocation based on each professional member's choices of associations.~~

[Section 3: Members shall select two association memberships. One association shall be designated as first choice and the other as second choice. Members may select the same association for both choices. The Alliance shall return to each association an allocation based on each member's choices of associations.]

~~By Law Article I. Section 5. Any person may regain membership upon payment of dues for the current year.~~

~~By Law Article II. Section 4. The membership year shall extend for twelve (12) months from the first day of the month in which dues are paid.~~

Section 4: Membership in NCAAHPERD-SM shall extend for twelve (12) months from the date dues

were paid. In the case of memberships that have expired, a person may regain membership upon payment of dues for the current year. The regained membership expiry date shall extend for twelve (12) months from the date dues should have been paid.

~~By Law~~ Section 4 5: Voting privileges for members

~~By Law Article I. Section 4.~~ A. Professional **and retired** members are eligible to vote in all general business meetings of the Alliance and in a maximum of two different associations, ~~one association being designated as first choice and the other as second choice. No professional member may select the same association as both first and second choice. However, only one association may be selected. The Alliance shall return to each association an allocation based on each professional member's choices of associations.~~

~~By Law Article I. Section 4.~~ B. Undergraduate and **fulltime** graduate student members are eligible to vote in the student elections, **but not eligible to vote business meetings or general elections of the Alliance.**

C. **Proxy voting by members in general business meetings and association business meetings is prohibited.**

Section 6: Termination of Membership

A. A person's membership may be revoked for cause, other than nonpayment of dues, by a two-thirds vote by ballot of the Board of Directors. The vote for revocation shall occur only after the member complained against has been advised of the complaint and has been given reasonable opportunity to present information on his or her behalf. Such member, if membership is revoked, may appeal for reconsideration of the decision by the Board. The member's appeal must be received by the Board within 30 days of the member's notification. The member's appeal must be reviewed by the Board within one year after the member receives notice of the termination of membership. In no event will a dues refund be given.

B. Revocation of membership for nonpayment of dues within the prescribed time period shall be automatic and not subject to any further procedure. The revoked membership may be regained upon payment of dues for the current year.

C. A member in good standing may resign from the Alliance by submitting a letter of resignation to the Executive Director who will remove that member from the membership roster. No dues refund will be given.

ARTICLE IV. ORGANIZATION

Section 1. The Alliance shall include **a** associations with internal structures and services that ~~deal with~~

~~the promotion of its areas of concern as hereinafter provided~~ promote athletics, health education, physical education, recreation, dance, and sport management..

ARTICLE V. GOVERNMENT GOVERNANCE

Section 1. The Alliance shall be governed by an Executive Board of Directors, an Executive Committee, officers, all members at regular business meetings, and committees as hereinafter provided.

Section 2. The associations shall be responsible for their own internal government governance as hereinafter provided.

~~BY-LAW ARTICLE III- Section 2~~ 3. To become an association of the Alliance, a group of members of NCAAPERD-SM shall be evaluated by the Executive Board of Directors to determine whether they meet the following criteria within a three-year probationary period:

- A. Minimum of ~~35~~ 50 members whose first or second association choice is in this area;
- B. Interest and purposes consistent with those of the Alliance and distinct from those of any other association; Establishes an operating code specific to that association;
- ~~C. Historically distinct foundations as an area of the profession;~~
- ~~D~~ C. Unique program focus and content;
- ~~E~~ D. Specialized professional preparation;
- ~~F~~ E. Satisfactory yearly progress within a three-year probationary period toward Association status, e.g., quality of program, Nucleus of continuing leadership that serves on the Alliance Board of Directors. and evidence of longevity and evidence of longevity as a group;
- ~~G. Periodic review at five-year intervals following a probationary period.~~

Section 4: Established associations must maintain a minimum of 50 members whose first or second association choice is in that area and maintain an active leadership.

- A. An association that falls below the minimum number of 50 members shall have a maximum of three years to increase its membership or lose its status as an association
- B. Association officers that fail to maintain an active and continuing presence on the Alliance Board of Directors shall be subject to removal from office as set forth under ARTICLE XII Sections 4 and 5.

~~BY-LAW ARTICLE III- Section 3~~ 5. Each Association shall designate an finance officer who shall be accountable for use of funds to carry out its states purposes. Each Association shall be accountable for requisitioned funds allocated by the Alliance, for monies generated through registrations, etc.,

for the expenditure of all funds, and for the submission of an annual audit report.

ARTICLE VI. AWARDS

Section 1. The Alliance may ~~grant awards, such as Honor Awards and Hooks Awards, to members for meritorious service in any of its areas of concern as hereinafter provided~~ **may honor members for meritorious service in any of its areas of concern by conferring awards as may be designated and approved by the Board of Directors.**

Section 2. The Alliance may ~~grant special awards~~ **honor individuals in allied fields** for meritorious service ~~to persons in allied fields as hereinafter provided~~ **by conferring awards as may be designated and approved by the Board of Directors.**

ARTICLE VII -PUBLICATIONS

Section 1. The Alliance shall publish **and distribute** a journal and ~~may~~ publish other materials as hereinafter provided **approved by the Board of Directors.**

~~BY-LAW ARTICLE XI. Section 1. The official publications of the Alliance shall be a journal and a newsletter, which shall be mailed to all members of the Alliance.~~

~~BY-LAW ARTICLE XI. Section 2. The Executive Board~~ **of Directors** shall appoint **a journal editor who shall be responsible for the production of the journal** ~~the Editorial Board of the journal, the editor of the journal, and the editor of the newsletter each year. The editor of the journal shall serve as Chairperson of the Editorial Board.~~

~~BY-LAW ARTICLE XI. Section 3. The Executive Board~~ **of Directors** shall have authority to approve or disapprove plans submitted by the ~~Editorial Board~~ **journal editor** for producing the journal.

Section 4. The Executive Board may authorize the publication and distribution of other materials.

ARTICLE VIII – AMENDMENTS

~~Section 1. Amendments shall be submitted to the Executive Board for consideration, at which time they must be designated as "Favorable," "Unfavorable," or "Without Prejudice," and then submitted to the professional membership for final action. The Constitution of the Alliance may be amended by two thirds majority vote of the professional members present at the annual fall convention business meeting.~~

~~Section 2. Amendments shall be submitted in writing to the Constitution Committee by June 1. Upon review the Constitution Committee will submit a report on each amendment to the NCAAHPERD-~~

~~president by September 1 in order for the amendment to be presented to the Executive Board at the next board meeting.~~

~~Section 3. The President shall provide copies of the proposed changes to the members of the Executive Board for their vote of "Favorable," "Unfavorable," or "Without Prejudice," at the Fall Board meeting.~~

Section 1: Amendments shall be submitted in writing to the Constitution Committee. **The Constitution Committee shall have 30 days to** submit a report on each amendment's constitutionality to the Board **of Directors**. The Constitution Committee's report **shall be submitted to the Board of Directors 30 days prior to the Board of Directors vote**. The President shall provide copies of the proposed changes to the members of the Board **of Directors for** their vote of "Favorable," "Unfavorable," or "Without Prejudice". The Constitution of the Alliance may be amended by two-thirds majority vote **of the professional and retired** members.

~~Section 4-2.~~ Amendments adopted shall be reported in the first issue of the journal or newsletter following the ~~annual fall meeting~~ **member vote**.

~~BY-LAW ARTICLE II. DUES~~ **ARTICLE IX: FINANCES**

Section 1. The fiscal year shall extend from June 1 to May 31.

~~BY-LAW ARTICLE IV. EXECUTIVE BOARD~~ **ARTICLE X: BOARD OF DIRECTORS**

~~BY-LAW ARTICLE IV.~~ Section 1. The administrative control and executive authority of the Alliance shall be vested in the ~~Executive Board~~ **of Directors**.

~~BY-LAW ARTICLE IV.~~ Section ~~3~~ **2**: The ~~Executive Board~~ **of Directors** shall be composed of:

- A. The elected officers of the Alliance: **shall be a** President, **a** President-elect and **a** Vice-President.
- B. ~~Two representatives of each association of the Alliance~~ **Each association shall have two voting representatives:**
 1. **An association may appoint one or more proxies to vote or otherwise act for the association. The appointment of a proxy is effective when the Alliance president receives written notice from the association president. The written notice shall specify who will exercise the proxy and shall remain valid for one month unless a different period is expressly provided in the notification.**
- C. Ex-officio members **are non-voting members of the Board of Directors. The ex-officio members of the board shall include: the Parliamentarian, the Secretary, the Joint Projects State Coordinator, the Student Majors Association Advisor, a representative from the North**

Carolina Department of Public Instruction, and the Branch Head of the Physical Activity and Nutrition Branch of the NC Division of Public Health, Department of Health and Human Services , the North Carolina Journal Editor, the NCAAPERD Newsletter Editor, the Parliamentarian, the Recording Secretary, the State Jump/Hoops for Heart Chairperson, the Student Major Association Advisor, and the Director of the Governor's Council on Physical Fitness and Health.

D. The Executive Director is a non-voting member of the Executive Board of Directors .

~~BY LAW ARTICLE IV. Section 23.~~ The Executive Board Committee shall have the power to conduct all business of the Alliance in the interim between the annual fall meetings of the Board of Directors. When necessary, the business may be conducted by telephone or mail vote.

- A. The Executive Committee shall consist of the President, the President-elect and the Vice-President.
- B. The Executive Director is a non-voting member of the Executive Committee.

Section 4: Executive Committee Vacancies

- A. If a vacancy occurs in the office of the President, the President-elect will immediately become President and the Vice-President becomes the President-elect.
- B. ~~BY LAW ARTICLE V. Section 3.~~ If a vacancy occurs in the office of the President-elect, the Vice President will immediately become President-elect. The responsibilities of the Vice-President will be assigned by the President to others. When the Vice President has to become the President-Elect due to a vacancy, the membership will elect a President-Elect and a Vice-President at the next NCAAPERD Convention. The un-expired term of the Vice President shall be filled by a Presidential appointment of the alternate nominee in the election at which the Vice President was elected.
- C. ~~BY LAW ARTICLE V. SECTION 4.~~ If a vacancy occurs in the office of the Vice President, the un-expired term of the Vice President shall be filled by a Presidential appointment of the alternate nominee in the election at which the Vice President was elected. If the nominee is not available or wishes not to accept the appointment, two nominees will be named and an election held through a mail ballot submitted to all members of the Alliance or a ballot to be conducted at the next annual convention.
- D. If the nominee is not available or wished not to accept the appointment, two nominees will be named and an election held through a ballot submitted to all members of the Alliance.

Section 5: The President shall preside at the annual board meetings and act as chairperson of the Executive Board of Directors. The President shall appoint a member(s) to fill vacancies on all standing and special committees and designate their chairpersons. The President shall be an ex-officio member of all committees. The President shall work with the Executive Director to prepare a budget to be submitted to the Executive Board of Directors.

Section 6: The President-elect shall preside at meetings of the ~~Executive Board~~ of Directors in the absence of the President. The President-elect shall be responsible for coordination of the program of the annual fall convention.

Section 7: The Vice President shall become thoroughly acquainted with the work of the Alliance and assist the President and President-elect as required. The Vice-President shall be elected to serve for ~~three~~ four years: The first year as Vice President; the second, as President-elect; the third, as President; ~~the fourth, as Past President.~~

Section 8: The Executive Director shall keep a file of all records, collect membership dues, keep records of the finances of the Alliance, make necessary reports, assist the President in preparing the budget, and perform other duties as assigned by the ~~Executive Board~~ of Directors. This person shall make disbursements in accordance with the budget approved by the ~~Executive Board~~ of Directors and upon receipt of a properly executed invoice, which is approved by the person authorized to make the expenditure or upon special approval of the ~~Executive Board~~ of Directors. Copies of the Constitution and Operating Codes shall be kept and disseminated to all newly elected and appointed officers of the Alliance.

Section 9: The ~~Recording~~ Secretary shall keep records of all meetings and distribute minutes to all members of the ~~Executive Board~~ of Directors.

Section 10: Each officer of the Alliance shall follow the appropriate Operating Code as approved by the ~~Executive Board~~ of Directors.

~~ARTICLE IV. Section 4.~~ **Section 11:** ~~At the September 1998 Executive Board of Directors meeting a Conflict of Interest policy was passed. As part of this policy an annual statement is required from all alliance and association board members.~~ **Each year all Alliance and association board members are required to sign a Conflict of Interest Policy.** By signing this statement these individuals will attest to the fact that they have read and understand the policy. If there are any potential conflicts of interest they should be disclosed at this time. A conflict of interest is present if there is a financial interest in any business with which the Alliance has transactions. Sitting on a board of an organization that either has interests with the Alliance or competes with the Alliance could also constitute a conflict of interest.

~~BY-LAW ARTICLE VI-~~ **ARTICLE XI:** ELECTION OF OFFICERS

Section 1. The Vice President of the Alliance shall be elected annually.

Section 2. The Alliance elections shall take place at the annual fall meeting. The Vice President shall take office following the meeting at which the election occurred.

Section 3. The Nominating Committee shall be composed of ~~one member chosen by~~ **the Past President of** each Association (excluding student association). The ~~President of the Alliance shall designate the Chairperson~~ **Past President of the Alliance is the Chairperson of the Committee.**

- A. The Nominating Committee shall be activated at least ~~ten~~ **six** months prior to the annual fall meeting.
- B. The Nominating Committee shall nominate at least two candidates for Vice President of the Alliance.
- ~~D~~ **C.** The Nominating Committee shall receive written acceptance from all candidates before placing their names on the slate.
- ~~E~~ **D.** The nominees for Vice President shall be of the opposite sex from the current Vice President.
- ~~F~~ **E.** The slate of nominees shall be published in an Alliance publication prior to the annual fall meeting.

Section 4. Professional members of the Alliance may make additional nominations for Vice President.

- A. Each nomination shall be submitted in writing to the President of the Alliance at least thirty days prior to the opening date of the annual fall meeting.
- B. A written statement of acceptance shall accompany each nomination from the nominee and endorsements from five professional members of the Alliance.
- C. A spring Alliance publication shall include, as a special notice, the nominating committee deadline for nomination and the procedures for additional nominations by professional Alliance members.

Section 5. A majority of the ballots cast by professional **and retired** members shall be necessary for election. **Undergraduate and graduate student member are not eligible to vote in the election for Alliance Vice President.**

Section 6. The offices of ~~Recording~~ Secretary and Executive Director may be combined or ~~separated into two~~ **be two separate** positions. The positions shall be filled by ~~Executive Board~~ **of Directors** appointment.

Section 7. Election of Association officers shall take place in the association meetings during the annual fall meeting, or at another time approved by the ~~Executive Board~~ **of Directors**.

~~BY-LAW ARTICLE VII~~ **ARTICLE XII: MEETINGS**

Section 1. There shall be one annual meeting of the Alliance held in ~~the fall~~ **conjunction with the annual fall convention** on a date(s) and at a place selected by the ~~Executive Board~~ **of Directors**. **In instances where there is no annual fall convention, the date(s) and place will be selected by the Board of Directors.**

Section 2. The physical arrangements for the annual fall ~~meeting~~ **convention** shall be planned and coordinated by a Convention Manager(s) appointed by the President-elect. The Convention Manager(s) shall be guided by the Operating Code for the position as approved by the ~~Executive Board~~ **of Directors**.

Section 3: There will be three additional meetings held yearly. The date(s) and place will be selected by the Board of Directors.

Section 4: Attendance at business meetings is expected. Missing two consecutive meetings may result in removal from the Board of Directors as provided in Section 5 below.

Section 5: An Alliance or association officer may be removed from office for non-performance of his/her appointed duties by a two-thirds vote by the Board of Directors. The vote for removal from office shall occur only after the board member charged with non-performance of his/her duties has been advised of the complaint and has been given reasonable opportunity to present information on his or her behalf. The board member, if removed from office, may appeal for reconsideration of the decision by the Board. The member's appeal must be received by the Board within 10 days of the member's notification of the removal from office. The Board must review the member's appeal within 30 days after it receives the member's notice of appeal. In no event will a dues refund be given.

~~BY-LAW ARTICLE XII~~ **ARTICLE XIII: ORDER OF BUSINESS**

Section 1. Questions of procedure not covered by the Constitution and By-Laws shall be decided according to Robert's Rules of Order.

Section 2. The President shall appoint a qualified Parliamentarian to serve at all official meetings of the Alliance and the ~~Executive Board~~ **of Directors**.

~~BY-LAW ARTICLE VIII~~ **ARTICLE XIV: COMMITTEES**

Section 1: The President, who shall designate chairpersons of the respective committees, shall appoint members of all standing committees. These individuals must be members of the Alliance.

Section 2: The following shall be designated as standing committees: Awards, Constitution, Ethnic Minority Issues, Friends of the Alliance, Historical, Long-Range Planning, Membership, Necrology, Nominating, Public Relations/Public Affairs, Registration, Research, and Scholarship.

Section 3: An Operating Code as approved by the ~~Executive Board~~ **of Directors** shall guide each standing committee.

Section 4: The President may create special committees anytime during the year, and these

committees shall terminate with the completion of the President's term of office. The President-elect may extend the charge of any special committee beyond the termination date.

Section 5. ~~At the September 1998 Executive Board of Directors meeting a Conflict of Interest policy was passed. As part of this policy an annual statement is required from all committee members.~~ **An annual Conflict of Interest statement is required from all committee members.** By signing this statement these individuals will attest to the fact that they have read and understand the policy. If there are any potential conflicts of interest they should be disclosed at this time. A conflict of interest is present if there is a financial interest in any business with which the alliance has transactions. Sitting on a board of an organization that either has interests with the Alliance or competes with the Alliance could also constitute a conflict of interest.

~~BY-LAW ARTICLE IX~~ **ARTICLE XV: REPRESENTATIVES TO AAHPERD AND TO THE SOUTHERN DISTRICT OF THE AAHPERD**

Section 1: Any nominee for the Representative Assembly (RA) of the Southern District of AAHPERD must meet the requirements set forth by the Southern District and be willing to serve in this role for one calendar year.

- ~~A. BY-LAW ARTICLE IX. SECTION 1:~~ The President of the Alliance who is in office at the time of the Southern Convention of the AAHPERD shall represent NCAHPERD-SM in the AAHPERD and Southern District Representative Assemblies **Assembly, if eligible.**
- B. The other delegates will be decided upon by the Executive Committee. At least two associations must be represented.**

Section 2: Any nominee for the Delegate Assembly (DA) of AAHPERD must meet the requirements set forth by the national AAHPERD and be willing to serve in this role for one calendar year.

- ~~A. BY-LAW ARTICLE IX. SECTION 1:~~ The President of the Alliance who is in office at the time of the Southern **National** Convention of the AAHPERD shall represent NCAHPERD-SM in the AAHPERD and Southern District Representative Assemblies **Delegate Assembly, if eligible.**
- B. The other delegates will be decided upon by the Executive Committee. At least two associations must be represented.**

~~BY-LAW ARTICLE XIII~~ **ARTICLE XVI: FRAUDULENT OR DISHONEST CONDUCT AND WHISTLEBLOWER POLICY STATEMENT**

Section 1: The North Carolina Alliance for Athletics, Health, Physical Education, Recreation, Dance and Sport Management (NCAHPERD-SM) maintains a high standard for the ethical conduct of its personnel and seeks to conduct its business activities with utmost propriety. Therefore, it is

important to have a clear policy statement on fraud to protect the assets, interests and reputation of NCAAHPERD-SM.

Section 2: NCAAHPERD-SM is required to identify and promptly investigate all instances and allegations of fraudulent activities regarding its funds, documents, equipment that involves staff, members, vendors, or other parties. Good business practice dictates that suspected embezzlement, misappropriation or other fiscal irregularities be promptly identified and investigated.

Section 3: Fraud in any form will not be tolerated. This policy applies to all employees and will be enforced without regard to past performance, position held, or length of service.

Section 4: All persons found to have committed fraud relevant to NCAAHPERD-SM financial affairs shall be subject to punitive action by NCAAHPERD-SM and investigation by law enforcement agencies when warranted.

Section 5: *Definition and Scope of Fraud* - Fraud generally involves a willful or deliberate act with the intention of obtaining unauthorized benefit, such as money or property, by deception or unethical means.

All fraudulent acts are included under this policy and include such things as:

- A. Embezzlement, misappropriation or other financial irregularities;
- B. Forgery or alteration of documents;
- C. Improprieties in the handling or reporting of money or financial transactions;
- D. Misappropriation of funds, supplies, inventory or any other asset (including furniture, fixtures, or equipment);
- E. Unauthorized alteration or manipulation of computer files;
- F. Pursuit of a benefit or advantage in violation of NCAAHPERD-SM's conflict of interest policy;
- G. Authorizing or receiving compensation for goods not received or services not performed;
- H. Authorizing or receiving compensation for hours not worked;
- I. Disclosures in documents filed by the NCAAHPERD-SM with governmental agencies or other public disclosures made by the NCAAHPERD-SM that may not be complete or accurate.

Section 6: *Responsibilities* – NCAAHPERD-SM has instituted certain internal controls intended to safeguard its assets against fraudulent acts. All levels of management should be familiar with the risks and exposures inherent in their areas of responsibility and be alert for any indications of improper activities, misappropriation, or dishonest activity. It is everyone's responsibility to report any possible fraudulent activity (i.e., a whistleblower). While employees come forward on a confidential basis, confidentiality cannot be guaranteed. Employees can come forward without

reprisal.

Section 7: *Procedures - Process for Disclosure* - All relevant information regarding evidenced financial misconduct should be reported to the ~~Chief Executive Officer~~ **Executive Director** in writing within 60 days of the day on which he/she knew or reasonably should have known of the misconduct.

Section 8: In consultation with senior management and legal counsel, the ~~CEO~~ **Executive Director** shall consider the disclosure and take whatever action he/she determines to be appropriate under the law and circumstances of disclosure.

Section 9: In case of disclosure of misconduct involving the ~~CEO~~ **Executive Director**, the disclosure shall be directed to the President of NCAAHPERD-SM's **Executive** Board of Directors. In consultation with NCAAHPERD-SM's Executive Committee and legal counsel, the President or designee shall consider the disclosure and take whatever action he/she determines to be appropriated under the law and circumstances of the disclosure.

Section 10: Reasonable care should be taken in dealing with suspected misconduct to avoid:

- A. Baseless allegations;
- B. Premature notice to persons suspected of misconduct and/or disclosure of suspected misconduct to those not involved with the investigation; and
- C. Violations of a person's rights under the law.

Section 11: Accordingly, a manager or supervisor faced with suspected misconduct:

- A. Should not contact the person suspected to further investigate the matter or demand restitution;
- B. Should not discuss the case with anyone other than the ~~CEO~~ **Executive Director**, the President of NCAAHPERD-SM, NCAAHPERD-SM's attorney, or a duly authorized law enforcement officer; and
- C. Should direct all inquiries from any attorney retained by the suspected individual to NCAAHPERD-SM's attorney.

Section 12: *Whistleblower Protection* – NCAAHPERD-SM will protect whistleblowers against retaliation. It cannot guarantee confidentiality, however, and there is no such thing as an "unofficial" or "off the record" report. NCAAHPERD-SM will use its best efforts to keep the whistleblower's identify confidential, unless:

- A. The person agrees to be identified;
- B. Identification is necessary to allow NCAAHPERD-SM or law enforcement officials to investigate or respond effectively to the report;

- C. Identification is required by law;
- D. The person accused is entitled to the information as a matter or legal right in disciplinary proceedings.

Section 13: NCAAPERD-SM employees may not retaliate against a whistleblower with the intent or effect of adversely affecting the terms or conditions of employment (including but not limited to, threats of physical harm, loss of job, punitive work assignments, or impact on salary).

Section 14: *Complaints of Retaliation as a Result of Disclosure* - If a person making a complaint believes that he or she has been retaliated against in the form of an adverse personnel action for disclosing information regarding misconduct under this policy, he/she may file a written complaint with the Alliance President and/or Personnel Committee within 30 calendar days from the effective date of the adverse personnel action requesting an appropriate remedy.

Section 15: The complaint should include:

- A. The specific type(s) of adverse personnel action;
- B. The specific date(s) on which adverse personnel action(s) were taken;
- C. A clear and concise statement of the facts that form the basis for complaint;
- D. A clear and concise statement of the complainant's explanation of how her/his previous disclosure of misconduct is related to the adverse personnel action; and
- E. A statement of the remedy sought by the complainant.

Section 16: Within 60 calendar days of receipt of the complaint, ~~Office~~ **the President**, in consultation with ~~Senior Management~~ **the Executive Committee** and legal counsel, shall consider the complaint, shall conduct an investigation, which, in his/her judgment, is consistent with the circumstances and disclosure, and shall provide the complainant with a determination regarding the complaint.

Section 17: A proven complaint of retaliation shall result in proper remedy for all persons harmed and the initiation of disciplinary action, up to and including dismissal, against the retaliating person. This protection from retaliation is not intended to prohibit managers and supervisors from taking action, in the usual scope of their duties and based on valid performance-related factors.

~~BY-LAW ARTICLE XIV~~ **ARTICLE XVII: INUREMENT/PRIVATE BENEFIT - CHARITABLE ORGANIZATIONS**

A section 501(c)(3) organization must not be organized or operated for the benefit of private interests, such as the creator or the creator's family, shareholders of the organization, other designated individuals, or persons controlled directly or indirectly by such private interests. No part of the net earnings of a section 501(c)(3) organization may inure to the benefit of any private shareholder or individual. A private shareholder or individual is a person having a personal and private interest in the

activities of the organization.

~~BY LAW ARTICLE XV~~ **ARTICLE XVIII**: TERMINATION OF AN EXEMPT ORGANIZATION

Section 1: Should NCAAPERD-~~SM~~ be dissolved, we will notify the IRS so that we will no longer be expected to file annual returns. The following items must be submitted with the request: One of the following:

- A. Articles of Dissolution filed with state officials
- B. Minutes of the meeting where the vote was taken to dissolve (signed and dated by an officer)
- C. For a trust, resolution to dissolve (signed and dated by a trustee)
- D. A list of the last set of officers or trustees and their daytime telephone numbers,
- E. A statement signed by an officer giving details on final distribution of assets. Upon dissolution, all of the assets of the Alliance shall be turned over to such nonprofit organizations qualifying as exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or any successor provision thereto as the then Board of Directors shall select.

BY- LAWS

I. ARTICLE I. MEMBERSHIP

Section 1. Professional membership in the Alliance is open to those persons who are interested in promoting the aims of the Alliance including:

- A. Professionals in athletics, dance, health education, intramurals, physical education, and recreation.
- B. Superintendents, principals, supervisors, and classroom teachers of public and non-public schools.
- C. Other persons from the above categories who have retired or are on leave from their positions.

Section 2. Student membership in this Alliance is open to all undergraduate and graduate students interested in promoting the aims of the Alliance.

~~Section 3. Supportive membership in this Alliance is open to all persons who demonstrate continuing interest in the aims of the Alliance.~~

Section 4. Voting privileges for members.

- A. Professional members are eligible to vote in all general business meetings of the Alliance and in a maximum of two different associations, one association being designated as first choice and the other as second choice. No professional member may select the same association as both first and second choice. However, only one association may be selected. The Alliance shall return to each association an allocation based on each professional member's choices of associations.
- D. Undergraduate and graduate student members are eligible to vote in the student elections.
- ~~E. Supportive members are not eligible to vote or hold office in the Alliance.~~

Section 5. Any person may regain membership upon payment of dues for the current year.

II. ARTICLE II. DUES

Section 1. The fiscal year shall extend from June 1 to May 31.

~~Section 2. The dues for professional and supportive membership shall be \$30.00 per year. Retirees and fulltime graduate students dues shall be \$20.00 per year.~~

~~Section 3. The dues for undergraduate student membership shall be \$10.00 per year.~~

~~Section 4. The membership year shall extend for twelve (12) months from the first day of the month in which dues are paid.~~

~~Section 5. A registration fee shall be required at the annual fall meeting.~~

III. ARTICLE III. ASSOCIATIONS

Section 1. The Alliance shall be composed of Associations made up of persons whose primary interest lies in athletics, dance, health education, intramurals, physical education and recreation.

Section 2. To become an Association of the Alliance, a group of members of NCAAPERD shall be evaluated by the Executive Board to determine whether they meet the following criteria:

- A. Minimum of 35 members whose first choice is in this area;
- B. Interest and purposes consistent with those of the Alliance and distinct from those of any other association;
- C. Historically distinct foundations as an area of the profession;
- D. Unique program focus and content;
- E. Specialized professional preparation;
- F. Satisfactory yearly progress within a three-year probationary period toward Association status, e.g., quality of program, nucleus of continuing leadership and evidence of longevity and evidence of longevity as a group;
- G. Periodic review at five-year intervals following a probationary period.

Section 3. Each Association shall designate a finance officer who shall be accountable for use of funds to carry out its states purposes. Each Association shall be accountable for requisitioned funds allocated by the Alliance, for monies generated through registrations, etc., for the expenditure of all funds, and for the submission of an annual audit report.

IV. ARTICLE IV. EXECUTIVE BOARD

Section 1. The administrative control and executive authority of the Alliance shall be vested in the Executive Board.

Section 2. The Executive Board shall have the power to conduct all business of the Alliance in the interim between the annual fall meetings. When necessary, the business may be conducted by telephone or mail vote.

Section 3. The Executive Board shall be composed of:

- A. The elected officers of the Alliance: President, President-Elect and Vice-President.
- B. Two representatives of each association of the Alliance.
- C. Ex-officio members shall include: a representative from the North Carolina Department of

Public Instruction, the North Carolina Journal Editor, the NCAAPERD Newsletter Editor, the Parliamentarian, the Recording Secretary, the State Jump/Hoops for Heart Chairperson, the Student Major Association Advisor, and the Director of the Governor's Council on Physical Fitness and Health.

D. The Executive Director is a non-voting member of the Executive Board.

Section 4. ~~At the September 1998 Executive Board of Directors meeting a Conflict of Interest policy was passed. As part of this policy an annual statement is required from all alliance and association board members.~~ By signing this statement these individuals will attest to the fact that they have read and understand the policy. If there are any potential conflicts of interest they should be disclosed at this time. A conflict of interest is present if there is a financial interest in any business with which the alliance has transactions. Sitting on a board of an organization that either has interests with the Alliance or competes with the Alliance could also constitute a conflict of interest.

V. Article V OFFICERS

Section 1. The elected officers of the Alliance shall consist of a President, President-Elect, and Vice-President. Officers appointed by the Executive Board shall consist of Executive Director and Recording Secretary.

Section 2. In case the office is vacated, the un-expired term shall be filled by a Presidential appointment of the alternate nominee in the election at which the President was elected. If the nominee is not available or wished not to accept the appointment, two nominees will be named and an election held through a mail ballot submitted to all members of the Alliance or a ballot to be conducted at the next annual convention.

Section 3. If a vacancy occurs in the office of the President-Elect, the Vice-President will immediately become President-Elect. The responsibilities of the Vice-President will be assigned by the President to others. When the Vice-President has to become the President -Elect due to a vacancy, the membership will elect a President-Elect and a Vice-President at the next NCAAPERD Convention.

Section 4. If a vacancy occurs in the office of Vice-President, the un-expired term shall be filled by a Presidential appointment of the alternate nominee in the election at which the Vice-President was elected. If the nominee is not available or wishes not to accept the appointment, two nominees will be named and an election held through a mail ballot submitted to all members of the Alliance or a ballot to be conducted at the next annual convention.

Section 5. The president shall preside at the annual meetings and act as chairperson of the Executive Board. The President shall appoint a member(s) to fill vacancies on all standing and special committees and designate their chairpersons. The President shall be an ex-officio member of all committees. The President shall work with the Executive Director to prepare a budget to be submitted to the Executive Board.

Section 6. The President-Elect shall preside at meetings of the Executive Board in the absence of the

President. The President-Elect shall be responsible for coordination of the program of the annual fall meeting.

Section 7. The Vice-President shall become thoroughly acquainted with the work of the Alliance and assist the President and President-Elect as required. The Vice-President shall be elected to serve for three years: The first year as Vice-President; the second, as President-Elect; the third, as President.

Section 8. The Executive Director shall keep a file of all records, collect membership dues, keep records of the finances of the Alliance, make necessary reports, assist the President in preparing the budget, and perform other duties as assigned by the Executive Board. This person shall make disbursements in accordance with the budget approved by the Executive Board and upon receipt of a properly executed invoice, which is approved by the person authorized to make the expenditure or upon special approval of the Executive Board. Copies of the Constitution and Operating Codes shall be kept and disseminated to all newly elected and appointed officers of the Alliance.

Section 9. The Recording Secretary shall keep records of all meetings and distribute minutes to all members of the Executive Board.

Section 10. Each officer of the Alliance shall follow the appropriate Operating Code as approved by the Executive Board.

VI. ARTICLE VI -ELECTION OF OFFICERS

Section 1. The Vice-President of the Alliance shall be elected annually.

Section 2. The Alliance elections shall take place at the annual fall meeting. The Vice-President shall take office following the meeting at which the election occurred.

Section 3. The Nominating Committee shall be composed of one member chosen by each Association (excluding student association). The President of the Alliance shall designate the Chairperson.

- A. The Nominating Committee shall be activated at least ten months prior to the annual fall meeting.
- B. The Nominating Committee shall nominate at least two candidates for Vice-President of the Alliance.
- ~~C. The Nominating Committee shall nominate at least twice as many candidates for delegates to the AAHPERD as the Alliance is entitled to elect, minus one.~~
- D. The Nominating Committee shall receive written acceptance from all candidates before placing their names on the slate.
- E. The nominees for Vice-President shall be of the opposite sex from the current Vice-President.

- F. The slate of nominees shall be published in an Alliance publication prior to the annual fall meeting.

Section 4. Professional members of the Alliance may make additional nominations for Vice-President.

- G. Each nomination shall be submitted in writing to the President of the Alliance at least thirty days prior to the opening date of the annual fall meeting.
- H. A written statement of acceptance shall accompany each nomination from the nominee and endorsements from five professional members of the Alliance.
- I. A spring Alliance publication shall include, as a special notice, the nominating committee deadline for nomination and the procedures for additional nominations by professional Alliance members.

Section 5. A majority of the ballots cast by professional members shall be necessary for election.

Section 6. The offices of Recording Secretary and Executive Director may be combined or separated into two positions. The positions shall be filled by Executive Board appointment.

Section 7. Election of Association officers shall take place in the association meetings during the annual fall meeting, or at another time approved by the Executive Board.

VII. ARTICLE VII -MEETINGS

Section 1. There shall be one annual meeting of the Alliance held in the fall on a date(s) and at a place selected by the Executive Board.

Section 2. The physical arrangements for the annual fall meeting shall be planned and coordinated by a Convention Manager(s) appointed by the President-Elect. The Convention Manager(s) shall be guided by the Operating Code for the position as approved by the Executive Board.

VIII. ARTICLE VIII. COMMITTEES

Section 1. The President, who shall designate chairpersons of the respective committees, shall appoint members of all standing committees. These individuals must be members of the Alliance.

Section 2. The following shall be designated as standing committees: Awards, Constitution, Ethnic Minority Issues, Friends of the Alliance, Historical, Long-Range Planning, Membership, Necrology, Nominating, Public Relations/Public Affairs, Registration, Research, and Scholarship.

Section 3. An Operating Code as approved by the Executive Board shall guide each standing committee.

Section 4. The President may create special committees anytime during the year, and these committees shall terminate with the completion of the President's term of office. The President-

Elect may extend the charge of any special committee beyond the termination date.

Section 5. At the September 1998 Executive Board of Directors meeting a Conflict of Interest policy was passed. As part of this policy an annual statement is required from all committee members. By signing this statement these individuals will attest to the fact that they have read and understand the policy. If there are any potential conflicts of interest they should be disclosed at this time. A conflict of interest is present if there is a financial interest in any business with which the alliance has transactions. Sitting on a board of an organization that either has interests with the Alliance or competes with the Alliance could also constitute a conflict of interest.

IX. ARTICLE IX -REPRESENTATIVES TO THE AAHPERD AND TO THE SOUTHERN DISTRICT OF THE AAHPERD

Section 1. The President of the Alliance who is in office at the time of the Southern Convention of the AAHPERD shall represent NCAAHPERD in the AAHPERD and Southern District Representative Assemblies.

~~A. The slate for AAHPERD delegates, prepared by the Nominating Committee, shall include at least one nominee from each Association (excluding Student Majors Association) and at least twice as many as the number of delegates allowed minus one, since the President shall serve as a delegate.~~

~~B. The delegates and alternates to the AAHPERD Representative Assembly to which the Alliance is entitled shall be elected at the annual fall meeting.~~

~~Section 2. If an elected delegate cannot represent the Alliance, the nominee receiving the next highest vote will be appointed to attend the AAHPERD Representative Assembly. Upon the elimination of all elected alternates, the President shall have the power to appoint alternate delegates.~~

~~Section 3. Each Association (excluding Student Majors Association) shall elect, at the annual fall meeting, one delegate to the SDAAHPERD Representative Assembly. If delegates beyond the number of associations are to be elected, the largest association shall select a second delegate. Each association, respectively by size, shall do likewise until all delegates are elected.~~

X. ARTICLE X -AWARDS

Section 1. The Alliance may honor members for meritorious service in any of its areas of concern by conferring such awards as may be designated by the Honor Awards Committee and approved by the Executive Board.

Section 2. The Alliance may honor individuals in allied fields for meritorious service by conferring such awards as may be approved by the Executive Board.

XI. ARTICLE XI -PUBLICATIONS

Section 1. The official publications of the Alliance shall be a journal and a newsletter, which shall be mailed to all members of the Alliance.

Section 2. The Executive Board shall appoint the Editorial Board of the journal, the editor of the journal, and the editor of the newsletter each year. The editor of the journal shall serve as Chairperson of the Editorial Board.

Section 3. The Executive Board shall have authority to approve or disapprove plans submitted by the Editorial Board for producing the journal.

Section 4. The Executive Board may authorize the publication and distribution of other materials.

XII. ARTICLE XII -ORDER OF BUSINESS

Section 1. Questions of procedure not covered by the Constitution and By-Laws shall be decided according to Robert's Rules of Order.

Section 2. The President shall appoint a qualified Parliamentarian to serve at all official meetings of the Alliance and the Executive Board.

XIII. ARTICLE XIII - FRAUDULENT OR DISHONEST CONDUCT AND WHISTLEBLOWER POLICY STATEMENT

Section 1. The North Carolina Alliance for Athletics, Health, Physical Education, Recreation and Dance (NCAAHPERD) maintains a high standard for the ethical conduct of its personnel and seeks to conduct its business activities with utmost propriety. Therefore, it is important to have a clear policy statement on fraud to protect the assets, interests and reputation of NCAAHPERD.

Section 2. NCAAHPERD is required to identify and promptly investigate all instances and allegations of fraudulent activities regarding its funds, documents, equipment that involves staff, members, vendors, or other parties. Good business practice dictates that suspected embezzlement, misappropriation or other fiscal irregularities be promptly identified and investigated.

Section 3. Fraud in any form will not be tolerated. This policy applies to all employees and will be enforced without regard to past performance, position held, or length of service.

Section 4. All persons found to have committed fraud relevant to NCAAHPERD financial affairs shall be subject to punitive action by NCAAHPERD and investigation by law enforcement agencies when warranted.

Section 5. Definition and Scope of Fraud—Fraud generally involves a willful or deliberate act with the intention of obtaining unauthorized benefit, such as money or property, by deception or unethical means.

All fraudulent acts are included under this policy and include such things as:

A. Embezzlement, misappropriation or other financial irregularities

- B. Forgery or alteration of documents
- C. Improprieties in the handling or reporting of money or financial transactions
- D. Misappropriation of funds, supplies, inventory or any other asset (including furniture, fixtures, or equipment)
- E. Unauthorized alteration or manipulation of computer files
- F. Pursuit of a benefit or advantage in violation of NCAAHPERD's conflict of interest policy
- G. Authorizing or receiving compensation for goods not received or services not performed
- H. Authorizing or receiving compensation for hours not worked
- I. Disclosures in documents filed by the NCAAHPERD with governmental agencies or other public disclosures made by the NCAAHPERD that may not be complete or accurate.

Section 6. Responsibilities - NCAAHPERD has instituted certain internal controls intended to safeguard its assets against fraudulent acts. All levels of management should be familiar with the risks and exposures inherent in their areas of responsibility and be alert for any indications of improper activities, misappropriation, or dishonest activity. It is everyone's responsibility to report any possible fraudulent activity (i.e., a whistleblower). We recognize that employees come forward on a confidential basis. We want to make it clear that they can do so without reprisal.

Section 7. Procedures - Process for Disclosure - All relevant information regarding evidenced financial misconduct should be reported to the Chief Executive Officer in writing within 60 days of the day on which he/she knew or reasonably should have known of the misconduct.

Section 8. In consultation with senior management and legal counsel, the CEO shall consider the disclosure and take whatever action he/she determines to be appropriate under the law and circumstances of disclosure.

Section 9. In case of disclosure of misconduct involving the CEO, the disclosure shall be directed to the President of NCAAHPERD Executive Board. In consultation with NCAAHPERD's Executive Committee and legal counsel, the President or designee shall consider the disclosure and take whatever action he/she determines to be appropriated under the law and circumstances of the disclosure.

Section 10. Reasonable care should be taken in dealing with suspected misconduct to avoid:

- A. Baseless allegations
- B. Premature notice to persons suspected of misconduct and/or disclosure of suspected misconduct to those not involved with the investigation
- C. Violations of a person's rights under the law

Section 11. Accordingly, a manager or supervisor faced with suspected misconduct:

- A. Should not contact the person suspected to further investigate the matter or demand restitution
- B. Should not discuss the case with anyone other than the CEO, the President of NCAAPERD, NCAAPERD's attorney, or a duly authorized law enforcement officer.
- C. Should direct all inquiries from any attorney retained by the suspected individual to NCAAPERD's attorney

Section 12. Whistleblower Protection - NCAAPERD will protect whistleblowers against retaliation. It cannot guarantee confidentiality, however, and there is no such thing as an "unofficial" or "off the record" report. NCAAPERD will use its best efforts to keep the whistleblower's identify confidential, unless:

- A. the person agrees to be identified
- B. identification is necessary to allow NCAAPERD or law enforcement officials to investigate or respond effectively to the report
- C. identification is required by law
- D. the person accused is entitled to the information as a matter or legal right in disciplinary proceedings

Section 13. NCAAPERD employees may not retaliate against a whistleblower with the intent or effect of adversely affecting the terms or conditions of employment (including but not limited to, threats of physical harm, loss of job, punitive work assignments, or impact on salary).

Section 14. Complaints of Retaliation as a Result of Disclosure - If a person making a complaint believes that he or she has been retaliated against in the form of an adverse personnel action for disclosing information regarding misconduct under this policy, he/she may file a written complaint with the Human Relations Supervisor within 30 calendar days from the effective date of the adverse personnel action requesting an appropriate remedy.

Section 15. The complaint should include

- A. the specific type(s) of adverse personnel action;
- B. the specific date(s) on which adverse personnel action(s) were taken;
- C. a clear and concise statement of the facts that form the basis for complaint;
- D. a clear and concise statement of the complainant's explanation of how her/his previous disclosure of misconduct is related to the adverse personnel action; and

E. a statement of the remedy sought by the complainant.

Section 16. Within 60 calendar days of receipt of the complaint, Office, in consultation with Senior Management and legal counsel, shall consider the complaint, shall conduct an investigation, which, in his/her judgment, is consistent with the circumstances and disclosure, and shall provide the complainant with a determination regarding the complaint.

Section 17. A proven complaint of retaliation shall result in proper remedy for all persons harmed and the initiation of disciplinary action, up to and including dismissal, against the retaliating person. This protection from retaliation is not intended to prohibit managers and supervisors from taking action, in the usual scope of their duties and based on valid performance-related factors.

XIV. ARTICLE XIV - INUREMENT/PRIVATE BENEFIT - CHARITABLE ORGANIZATIONS

A section 501(c)(3) organization must not be organized or operated for the benefit of private interests, such as the creator or the creator's family, shareholders of the organization, other designated individuals, or persons controlled directly or indirectly by such private interests. No part of the net earnings of a section 501(c)(3) organization may inure to the benefit of any private shareholder or individual. A private shareholder or individual is a person having a personal and private interest in the activities of the organization.

XV. ARTICLE XV - TERMINATION OF AN EXEMPT ORGANIZATION

Section 1. Should NCAAHPERD be dissolve, we will notify the IRS so that we will no longer be expected to file annual returns. The following items must be submitted with the request: One of the following:

- A. Articles of Dissolution filed with state officials
- B. Minutes of the meeting where the vote was taken to dissolve (signed and dated by an officer)
- C. For a trust, resolution to dissolve (signed and dated by a trustee)
- D. A list of the last set of officers or trustees and their daytime telephone numbers,
- E. A statement signed by an officer giving details on final distribution of assets. Upon dissolution, all of the assets of the Alliance shall be turned over to such nonprofit organizations qualifying as exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or any successor provision thereto as the then Board of Directors shall select.

XVI. ARTICLE XVI –AMENDMENTS TO THE BY-LAWS

Section 1. Amendments shall be submitted to the Executive Board for consideration, at which time they must be designated as "Favorable," "Unfavorable," or "Without Prejudice," and then submitted

to the professional membership for final action. The Constitution of the Alliance may be amended by two-thirds majority vote of the professional members present at the annual fall convention business meeting.

Section 2. . Amendments shall be submitted in writing to the Constitution Committee by June 1. Upon review the Constitution Committee will submit a report on each amendment to the NCAAPERD president by September 1 in order for the amendment to be presented to the Executive Board at the September board meeting.

Section 3. The President shall provide copies of the proposed changes to the members of the Executive Board for their vote of "Favorable," "Unfavorable," or "Without Prejudice," at the Fall Board meeting

Section 4. Amendments adopted shall be reported in the first issue of the journal or newsletter following the annual fall convention business meeting.