

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

CONSTITUTION AND BYLAWS

**Revised November 1994, Revised November 2000, Revised November 2002,
Revised November 2008, Revised November 2013, Revised November 2018,
Revised October 2019, Revised November 2020**

Constitution

Table of Contents

Article I	Name
Article II	Purpose
Article III	Organization
Article IV	Membership
Article V	Governance
Article VI	Awards
Article VII	Publications
Article VIII	Amendments

PREAMBLE

The disciplines of Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management are conceived as making significant and unique contributions to the achievement of the purposes and goals of all education. To provide for unity of purpose, cooperative and concerted action, intelligent direction and control and to make the greatest contribution to the goals of education, the North Carolina Alliance for Athletics, Health, Physical Education, Recreation, Dance and Sport Management is hereby formed and the following Constitution and Bylaws are adopted.

ARTICLE I: NAME

Section 1: The body, organized as a component of SHAPE America shall be named the North Carolina Alliance for Athletics, Health, Physical Education, Recreation, Dance and Sport Management (NCAAHPERD-SM) and will be doing business as NC SHAPE.

ARTICLE II: PURPOSE

Section 1: The purpose of this Alliance is consistent with the purpose of general education and relates specifically to the areas of Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management.

- A. To stimulate wide and intelligent interest in the areas of Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management.
- B. To disseminate accurate professional information.
- C. To promote excellent programs in the areas of Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management and advance the standards of teaching and performance in these areas.

D. To cooperate with other state, district, national and global organizations interested in Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management.

Section 2: The purpose of the Alliance is organized within the scope of section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE III: ORGANIZATION

Section 1: NCAAHPERD-SM shall organize into Associations and Committees with internal structures and services that promote Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management. NCAAHPERD-SM shall encourage and cooperate with local and other professional-related organizations as hereinafter provided.

ARTICLE IV: MEMBERSHIP

Section 1: NCAAHPERD-SM shall consist of members as hereinafter provided.

ARTICLE V: GOVERNANCE

Section 1: The Alliance shall be governed by a 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 governance as hereinafter provided.

ARTICLE VI: AWARDS

Section 1: The Alliance may honor members for meritorious service as provided in the Bylaws.

ARTICLE VII: PUBLICATIONS

Section 1: The Alliance shall publish and distribute a journal and publish other materials as approved by the Board of Directors.

ARTICLE VIII: AMENDMENTS

Section 1: Amendments to this Constitution may be proposed at any annual or special meeting of the Board of Directors. If the proposed amendment receives an affirmative vote of two thirds of the entire number of the voting Board of Directors, it shall be referred to the membership for approval.

Section 2: The members shall be notified of the proposed amendment(s) no later than thirty days before voting is to commence. The notice of proposed amendment(s) shall be

deemed to be delivered when it has been sent to the membership via electronic mail and posted on the Alliance website.

Section 3: Voting on the amendment may be held at any business meeting of the Alliance membership or by an electronic referendum.

Section 4: An amendment shall be adopted if approved by two thirds of the votes cast by qualified members as they are defined in the Alliance bylaws.

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

Bylaws

Table of Contents

Article I	Mission Statement
Article II	Membership
Article III	Board of Directors
Article IV	Election of Officers
Article V	Meetings and Convention
Article VI	Order of Business
Article VII	Associations
Article VIII	Alliance Awards
Article IX	Association Awards
Article X	Committees
Article XI	Publications
Article XII	Amendments
Article XIII	Finances
Article XIV	Representatives to SHAPE-America and to the Southern District of SHAPE-America
Article XV	Fraudulent or Dishonest Conduct and Whistleblower Policy Statement
Article XVI	Increment/Private Benefit – Charitable Organizations
Article XVII	Termination of an Exempt Organization

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

BYLAWS

Approved August 2, 2020

ARTICLE I: Mission Statement

Section 1: NCAAHPERD-SM provides advocacy, professional development and unity for Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management professionals and students in order to promote the health of North Carolinians.

ARTICLE II: MEMBERSHIP

Section 1: The annual dues shall be established by the Executive Committee and approved by the Board of Directors.

Section 2: 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, Health, Physical Education, Adapted Physical Education, Dance and Sport Management.
- B. Superintendents, principals, supervisors, and teachers in schools.
- C. Other professionals, superintendents, principals, supervisors, and teachers who are retired or are on leave from their positions.

D. Any other persons interested in Athletics, Health, Physical Education, Adapted Physical Education, Dance and Sport Management.

Section 3: Student membership is open to undergraduate and full-time graduate students interested in promoting the purposes of the Alliance.

A. Status as a student shall be determined by the policy of the college or university the student is attending.

B. NCAAHPERD-SM may request that the individual provide proof of his or her status as a student. Such proof may take the form of a letter from the student's advisor, department chair, registrar, or similar college or university official.

C. Undergraduate and full-time graduate student members are eligible to serve as student officers and/or student representatives on Alliance and Association Boards.

Section 4: Retired membership is for retired members who have reached the age of 60 and have been a member of NCAAHPERD-SM for the prior five years. Retired members shall have the same rights and privileges as professional members.

Section 5: Honorary Life Membership shall be awarded to NCAAHPERD-SM members who have retired and have a record of meritorious leadership and service to NCAAHPERD-SM. Members of the Board of Directors may nominate an individual for Honorary Life Membership at any meeting of the board. Honorary Life Membership shall be awarded by a two thirds vote of the Board members present and voting provided a quorum is present. Honorary Life Members shall be exempt from paying Alliance membership fees. Honorary Life Members shall have the same rights and privileges as professional members.

Section 6: 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.

Section 7: Membership in NCAAPERD-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 expiration date shall extend for twelve (12) months from the date dues should have been paid.

Section 8: Voting Privileges for Members

- A. Professional, retired members and honorary life members are eligible to vote in all general business meetings of the Alliance and in a maximum of two different Associations.
- B. Undergraduate and full-time graduate student members are eligible to vote in the student elections but not eligible to vote in business meetings or general elections of the Alliance.
- C. Proxy voting by members in general business meetings and Association business meetings is prohibited.

Section 9: 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 members, 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 III: BOARD OF DIRECTORS

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

Section 2: The Board of Directors shall be composed of:

- A. The Alliance President, President-Elect and Vice President.
- B. Each Association, except the Student Majors Association, shall have two voting representatives: President and President-Elect.
 - 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. Ex officio members may not make motions but may speak in debates. They shall not count in calculating the quorum and in determining whether a quorum is present.
- D. The ex officio members of the board shall include the Alliance Parliamentarian, Alliance Secretary, the Student Majors Association Advisor, the Initiatives Committee Chair, and a representative from the North Carolina Department of Public Instruction-
- D. The Executive Director is a non-voting member of the Board of Directors.

Section 3: The Executive Committee shall have the power to conduct all business of the Alliance in the interim between the meetings of the Board of Directors.

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

Section 4: Executive Committee Vacancies

- A. In the event that a vacancy occurs on the Board of Directors and these Bylaws do not otherwise provide for filling such vacancy, the President shall appoint, with the Board's approval, a replacement to serve until the next regular meeting.
- B. Should a vacancy occur in the office of President; the Past President will serve as both President and Past President.
- C. Should a vacancy occur in the office of President-Elect; the Vice President shall serve the unexpired term in addition to the elected term the following year.
- D. Should a vacancy then occur in the office of Vice President the unexpired term shall be filled by a Presidential appointment with Board approval, one of the alternate nominees in the election at which the Vice President was elected.
- E. If the nominee is not available or wishes not to accept the appointment, two nominees will be named and an election held through a ballot submitted to all of the members of the Alliance.
- F. Should a vacancy occur in the office of the Executive Director, the President shall appoint a replacement with the approval of the Board of Directors.

Section 5: The President shall preside at the Board meetings and act as Chairperson of the 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 Board of Directors.

Section 6: The President-Elect shall preside at meetings of the 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 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 Board of Directors. This person shall make disbursements in accordance with the budget approved by the 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 Board of Directors. The Executive Director shall keep up-to-date copies of the Constitution and Operating Codes and shall make up-to-date copies available to all members of the Alliance. The Executive Director shall disseminate copies of the Constitution and Operating Codes to all newly elected and appointed officers of the Alliance.

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

- A. Attend all Alliance business meetings and all Board of Directors meetings.
- B. Take official minutes at business meetings and all Board of Directors meetings.
- C. Send an official copy of the minutes to the Board of Directors within ten days after each meeting.

- D. Shall keep in the minutes the official record of all amendments to the Constitution, Bylaws, and operating codes that are approved by the Board of Directors or the Alliance membership.
- E. Send an official copy of the revised Constitution, Bylaws or operating code to the Board of Directors within thirty days of their approval.

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

Section 11: Each year, at the first meeting of the Board of Directors, 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 or at any time after as they may arise. 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.

ARTICLE IV: 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 convention. The Vice President shall take office following the meeting at which the election occurred. The President and President-Elect shall also take office following this meeting.

Section 3: The Nominating Committee shall be composed of the Past President of each Association (excluding Student Majors Association). The Past President of the Alliance is the Chairperson of the Committee.

- A. The Nominating Committee shall be activated at least six months prior to the annual fall meeting.
- B. The Nominating Committee shall call for nominations from professional, honorary life, and retired members of the Alliance.
- C. The Nominating Committee shall nominate at least two candidates for Vice President of the Alliance.
- D. The nominees for Vice President shall be a male if both the President and President-Elect are female or a female if both the President and President-Elect are both male.
- E. The Nominating Committee shall receive written acceptance from all candidates before placing their names on the slate.
- F. The slate of nominees shall be published in an Alliance publication or communication at least 30 days prior to the annual fall convention.
- G. Obtain a biographical sketch of each candidate and make this information available to members of the Alliance in a publication or communication at least 30 days prior to the annual fall convention and at the time of voting.
- H. Prepare ballots for members of the Alliance to vote when they register at the Alliance meeting, during the annual fall convention, or at another time approved by the Board of Directors.
- I. Tally the votes and give the results to the President for announcement.

Section 4: A majority of the ballots cast by professional, retired, and honorary life members shall be necessary for election. Undergraduate and graduate student members are not eligible to vote in the election for Alliance Vice President.

Section 5: The offices of Secretary and Executive Director may be combined or be two separate positions. The positions shall be filled by Board of Directors appointment.

Section 6: Election of Association Officers shall take place in the Association meetings during the annual fall convention, or at another time approved by the Board of Directors.

ARTICLE V: MEETINGS & CONVENTION

Section 1: There shall be one annual meeting of the Alliance held in conjunction with the annual fall convention on a date(s) and place selected by the 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 convention shall be planned and coordinated by the Executive Director.

A. The Convention Committee shall assist the Executive Director in organizing and coordinating all aspects of the annual fall convention.

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

Section 4: Attendance by members of the Board of Directors 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:-Alliance or Association officers may be removed from office for non-performance of their appointed duties by a two-thirds vote by the Board of Directors. The vote for removal from office shall occur only after the Board members charged with non-performance of their duties have been advised of the complaint and have been given reasonable opportunity to present information on their behalf. The Board member, if removed from office, may appeal for reconsideration of the decision by the Board of Directors. The member's appeal must be received by the Executive Committee within 10 days of the member's notification of the removal from office. The Board of Directors will then review the member's appeal within 30 days after receipt of the appeal. In no event will a dues refund be given. This does not include the Executive Director who serves at the pleasure of the Board of Directors.

ARTICLE VI: ORDER OF BUSINESS

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

Section2: The President shall appoint a qualified Parliamentarian to serve at all official meetings of the Alliance and the Board of Directors. The Parliamentarian shall:

- A. Attend all Alliance business meetings and all Board of Directors meetings.
- B. Inform members of policies and procedures agreed to by the Board.
- C. Monitor discussion and debate reminding members of parliamentary procedures.
- D. Interpret the Constitution, Bylaws and operating codes.
- E. Interrupt proceedings as necessary to enforce parliamentary procedures.

Section 3: A quorum for the Board of Directors Meeting shall be a majority of the voting members present.

Article VII: Associations

Section 1: The term “Association” refers to general professional areas of interest.

NCAAHPERD-SM shall be made up of the following Associations: Athletics, Health, Physical Education, Adapted Physical Education, Dance, Sport Management and Student Majors.

Section 2: To become an Association of the Alliance, a group of members of NCAAHPERD-SM shall be evaluated by the Board of Directors to determine whether they meet the following criteria within a three-year probationary period:

- A. A minimum of 50 members whose first or second Association choice is in that area;
- B. Establishes an Operating Code specific to that Association;
- C. Unique focus and content;
- D. Specialized professional preparation;
- E. A nucleus of continuing leadership that serves on the Alliance Board of Directors.

Section 3: 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.

Article VIII: Alliance Awards

Section 1: Members of the Board of Directors are ineligible for any Alliance awards during their tenure of service.

Section 2: Honor Award

NCAAHPERD-SM's highest award is given to persons of high moral character and personal integrity who by their leadership and industry have made outstanding and noteworthy contributions to the advancement of Athletics, Health Education, Physical Education, Adapted Physical Education, Dance and/or Sport Management in the state. The Executive Committee shall select the recipients of the Honor Award.

Section 3: Edgar W. Hooks Jr. Young Professional Award

Awarded to current members of less than 36 years of age for demonstrated outstanding potential in at least two of the following areas: teaching, scholarly productivity and professional service, as reflected by publications, awards or other recognition for achievement in teaching, coaching, performing or administration. The Executive Committee shall select the recipients of the Edgar W. Hooks Jr. Young Professional Award.

Section 4: NCAAHPERD-SM Service Award

Acknowledges exceptional contributions to the Alliance and recognizes singular devotion of time and effort to the programs and mission of NCAAHPERD-SM that set the individual apart, even above other dedicated members of NCAAHPERD-SM

Section 5: Advocacy Award

Recognizes persons or organizations for affecting educational policy and legislation through effective advocacy at the local, state and/or national levels.

Section 6: Scholarships

The Board may elect not to award scholarships during times of financial hardship.

A. June P. Galloway Undergraduate Scholarship (Scholarship-awarded to a college female)

The female undergraduate scholarship is awarded in memory of Dr. June P. Galloway. Must be a member of NCAAHPERD-SM at time of application.

B. Nathan Taylor Dodson Undergraduate Scholarship (Scholarship-awarded to a college male)

The female undergraduate scholarship is awarded in memory of Dr. June P. Galloway. Must be a member of NCAAHPERD-SM at time of application.

C. College Athlete Undergraduate Scholarships (two scholarships)

This award is presented to a female and male student-athlete attending a North Carolina college or university. Must be a member of NCAAHPERD-SM at time of application.

D. Ronald W. Hyatt Graduate Student Scholarships (two scholarships)

The graduate scholarship is awarded to a graduate student that is pursuing a degree in a related NCAAHPERD-SM field. Must be a member of NCAAHPERD-SM at time of application.

Section 7: NCAAHPERD-SM Friends Foundation Grants

Recipients must be current members of NCAAHPERD-SM at the time of application and selection. The Friends Foundation is charged with the selection of the grant recipients and the amount funded to each recipient.

Article IX: Association Awards

Section 1: DANCE Association for North Carolina Educator Awards

1. K-12 Dance Educator of the Year – Must be a member of NCAAHPERD-SM for at least 3 years.
2. College/University Educator of the Year– Must be a member of NCAAHPERD-SM for at least 3 years.
3. Community Dance Educator of the Year– Must be a member of NCAAHPERD-SM for at least 3 years.
4. DANCE College Student of the Year – Must be a member of NCAAHPERD-SM for at least 3 years.
5. DANCE Administrator of the Year– Must be a member of NCAAHPERD-SM for at least 3 years.

Section 2: North Carolina Association for Athletic Education Awards

1. High School Coach of the Year
 - a. Male – Must be a member of NCAAHPERD-SM for at least 3 years.
 - b. Female – Must be a member of NCAAHPERD-SM for at least 3 years.
2. Athletic Director of the Year
 - a. Middle School- Must be a member of NCAAHPERD-SM for at least 3 years.
 - b. High School- Must be a member of NCAAHPERD-SM for at least 3 years.
3. NCAAE Lifetime Achievement Award

Section 3: North Carolina Association for the Advancement of Health Education Awards

1. Health Education Teacher of the Year
 - a. Middle School Health Educator of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.

- b. High School Health Educator of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
 - c. College/University Health Educator of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
- 2. Linda Harrill Rudisill Lifetime Achievement Award - Must be a member of NCAAHPERD-SM for at least 3 years.
 - 3. Distinguished Friend of Health Education
 - 4. NC Healthy Schools Superintendent of the Year

Section 4: North Carolina Physical Education Association Awards

- 1. NCPEA Lifetime Achievement Award - Must be a member of NCAAHPERD-SM for at least 3 years.
- 2. Physical Education Teachers of the Year
 - a. Norm Leafe Elementary Teacher of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
 - b. Middle School Teacher of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
 - c. High School Teacher of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
 - d. College/University Teacher of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
 - e. Adapted Physical Education Teacher of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
- 3. Physical Education Distinguished Principal Awards

4. Outstanding Physical Education Programs - Must be a member of NCAAHPERD-SM for at least 3 years.
5. Amy Carroll and Sherry Little Memorial NCAAHPERD-SM Convention Scholarships - Must be a member of NCAAHPERD-SM for at least 3 years.
6. NCPEA Grants - Must be a member of NCAAHPERD-SM for at least 3 years.

Section 5: North Carolina Sport Management Coalition Awards

1. Sport Management Educator of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.
2. Sport Management Professional of the Year - Must be a member of NCAAHPERD-SM for at least 3 years.

ARTICLE X: COMMITTEES:

Section 1: The following are designated as standing committees:

- A. Advocacy Committee. The Advocacy Committee is responsible for promoting, advocating, and educating stakeholders and members concerning quality programs.
- B. Constitution Committee. The Constitution Committee shall study the Alliance Constitution, Bylaws, and operating codes so as to interpret those documents, call attention to violations, and make recommendations regarding amendments to the Constitution, Bylaws, and operating codes.
- C. Convention Committee. The Convention Committee shall collaborate with the President-Elect and the Executive Director to organize and coordinate all aspects of the annual fall convention.

- D. Friends Foundation Committee. This committee oversees the Friends Foundation endowment and selects the recipients of the Friends Foundation Grants.
- E. Initiatives Committee. The Initiatives Committee promotes the growth of NCAAHPERD-SM's community through fundraising initiatives and fosters positive working relationships between NCAAHPERD-SM and its partners.
- F. Nominating Committee. The Nominating Committee is responsible for nominating candidates for the office of Vice President of the Alliance.
- G. Professional Development Committee. The Professional Development Committee shall provide professional development opportunities for all members.
- H. The Recognition Committee. The Recognition Committee shall select the recipients of Alliance awards and scholarships, excluding the Honor and Hooks Awards. The committee shall also ensure Alliance and Association awards are aligned with SHAPE America awards criteria and timelines.

Section 2: An operating code, approved by the Board of Directors, shall guide each standing committee.

Section 3: The President shall appoint members of all committees and shall designate chairpersons of the respective committees. Committee members must be members of the Alliance.

Section 4: The President may create ad hoc committees as needs arise anytime during the year. These committees shall terminate with the completion of the President's term of office. The President-Elect may extend the charge of any ad hoc committee and the appointment of any ad hoc committee chair or member into their term as President.

- A. Recommended ad hoc committees include a finance committee and a long-range planning committee.

Section 5: When forming an ad hoc committee, the President shall:

- A. assign a name to the committee,
- B. identify who will serve on the committee,
- C. appoint a person to chair the committee,
- D. specify the purpose of the committee,
- E. establish the procedure for reporting on the committee's work,
- F. set a timeline for completion of the committee's work.

Section 6: 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 or at any time after as they may arise. 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.

ARTICLE XI: PUBLICATIONS

Section 1: The Alliance shall publish and distribute a journal. The Alliance may also publish and distribute other materials as approved by the Board of Directors.

Section 2: The Board of Directors shall appoint a journal editor who shall be responsible for the production of the journal.

Section 3: The Board of Directors shall have authority to approve or disapprove plans submitted by the Journal Editor for producing the journal.

ARTICLE XII: AMENDMENTS

Section 1: Amendments to these Bylaws may be proposed at any annual or special meeting of the Board of Directors. If the proposed amendment receives an affirmative vote of two thirds of the entire number of the voting Board of Directors, it will be adopted.

ARTICLE XIII: FINANCES

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

ARTICLE XIV: REPRESENTATIVES TO SHAPE America and to SOUTHERN DISTRICT OF SHAPE America

Section 1: All nominees for the Delegate Assembly of SHAPE America must meet the requirements set forth by SHAPE America and be willing to serve in this role for one calendar year.

- A. The President of the Alliance who is in office at the time of the National Convention of SHAPE America shall represent NCAAHPERD-SM in the Delegate Assembly, if eligible.
- B. The other delegates will be decided upon by the Executive Committee. At least two Associations must be represented.

ARTICLE XV: FRAUDULENT OR DISHONEST CONDUCT AND WHISTLEBLOWER

POLICY STATEMENT

Section 1: The North Carolina Alliance for Athletics, Health, Physical Education, Recreation, Dance and Sport Management (NCAAHPERD-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 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 individuals may come forward on a confidential basis, confidentiality cannot always be guaranteed. It is the intent that all can come forward without reprisal.

Section 7: Procedures - Process for Disclosure - All relevant information regarding evidenced financial misconduct should be reported to the 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 the Executive Committee and legal counsel, the 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 Executive Director, the disclosure shall be directed to the President of NCAAHPERD-SM's 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 appropriate 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 Executive Director, the President of NCAAHPERD-SM, NCAAHPERD-SM's attorney or a duly authorized law enforcement officer;
- 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: NCAAHPERD-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, the President, in consultation with the Executive Committee and legal counsel, shall consider the complaint, shall conduct an investigation, which, in the President's 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.

ARTICLE XVI: INUREMENT/PRIVATE BENEFIT - CHARITABLE

ORGANIZATIONS

Section 1: 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.

ARTICLE XVII: 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.