

**CONSTITUTION AND BYLAWS OF THE
NORTH DAKOTA SOCIETY FOR HEALTH AND PHYSICAL EDUCATORS**

Preamble

The general welfare of the individual is the first concern of a democratic society. Health and education become important, therefore, to any organization devoted to serving individual needs. Within the vast context of organized social, educational, and welfare services, the individual must be given the opportunity to appreciate the heritage of science as it bears upon health and to enjoy the leisure pursuits which are culturally significant. The opportunity to achieve a measure of self-realization through participation in an array of lifetime and fitness activities, sports, games, dance and other activities that are developmentally appropriate must be provided.

The mission of the North Dakota Society for Health and Physical Educators is to encourage and provide professional development and support for health and physical education professionals, encourage and provide professional development, resources, advocacy, and support for North Dakota Health and Physical Education professionals and stakeholders.

The vision of the North Dakota Society for Health and Physical Educators is to envision a community of physically literate individuals who value lifelong fitness and wellness."

Priorities

- Provide a variety of professional development resources including workshops conference and online collaborations.
- Provide resources and support for professionals to develop competent and confident lifelong learners
- Provide evidence based, research, and recourses to support improvements with in health and wellness for our stakeholders.

ARTICLE I - NAME

Section 1. The organization shall be known as The North Dakota Society for Health and Physical Educators (ND SHAPE).

ARTICLE II - Purposes

Section 1. The purposes of the North Dakota Society for Health and Physical Educators shall be:

- a. To support, encourage, and provide guidance for personnel throughout the state as they seek to develop and conduct school and community programs in health education, physical education, recreation and dance based upon the needs, interests, and inherent capacities of the individual and of society.
- b. To stimulate an intelligent and comprehensive interest in health education, physical education, recreation and dance. As professional members of this organization we must communicate to the public in such a way that the people will understand what a vital contribution these fields can contribute to human wellbeing.
- c. To encourage and facilitate research which will enrich the depth and scope of each of the related fields and disseminate the findings widely throughout the profession.
- d. To hold state conventions/workshops and to sponsor conferences, institutes, and other meetings as will make effective the work of the organization.
- e. To produce and distribute publications to the members in their fields of HPERD.
- f. To affiliate and cooperate with other professional groups of similar interests for the ultimate development of these allied fields.
- g. To further the continued evaluation of professional standards for ND SHAPE, its members, and its programs.

ARTICLE III - Organization

Section 1. ND SHAPE shall be organized into divisions and committees with appropriate substructures as provided in the By-Laws; and may include other professional affiliated organizations as provided in the By-Laws.

ARTICLE IV - Membership

Section 1. North Dakota Society for Health and Physical Educators shall consist of members as provided in the By-Laws.

ARTICLE V - Government

Section 1. The business of ND SHAPE shall be conducted by the Executive Board, Executive Committee, officers, and committees as provided in the By-Laws.

Section 2. The Executive Board shall formulate policies concerning ND SHAPE and the general nature and scope of its activities as provided in the By-Laws and by the actions of the membership at the annual meeting of ND SHAPE.

ARTICLE VI - Meetings

Section 1. ND SHAPE shall conduct regular and special meetings as provided in the By-Laws.

ARTICLE VII - Publications

Section 1. ND SHAPE shall publish and distribute publications as provided in the By-Laws.

ARTICLE VIII - Amendments

Section 1. Amendments to the constitution may be proposed at any meeting of the Executive Board by any member of ND SHAPE. If approved by the Executive Board, the amendments shall be voted upon by the membership as provided in the By-Laws at the next annual meeting of ND SHAPE or by mail or electronic vote.

Section 2. An affirmative vote by simple majority of the entire number of the ND SHAPE membership shall be necessary for the adoption of the proposed amendment or amendments. If voted upon by mail or electronic ballot, an affirmative vote by the simple majority of the entire number voting shall be necessary for the adoption. No mail vote shall be valid beyond thirty days after official notification.

Section 3. Amendments to this constitution shall be considered adopted immediately after the specified affirmative vote of the membership has been obtained, except as to matters adversely affecting tax exemption of matters inconsistent with the basic concepts of the advancement of education.

BY - LAWS

ARTICLE 1 - Membership

Section 1. Members in ND SHAPE shall be designated as professional members, associate members, and student future professional members, honorary members, and emeritus members.

- a. Professional members shall consist of persons professionally engaged in one or more of the areas of ND SHAPE concern.
- b. Associate members shall be those persons not professionally engaged in the areas of ND SHAPE concern, but interested in the support of these programs.
- c. Student members Future professionals shall include undergrad students attending institutions of higher learning preparing for work in the various areas of ND SHAPE concern.
- d. Retiree members are those who have retired from ND SHAPE professions.
- e. Honorary members shall be persons elected to this membership upon the basis of unusual interest and/or meritorious service in these or closely related fields. Candidates for honorary membership shall be nominated by the Honors and Awards Committee and approved by the Executive Board. Honorary members shall receive all the privileges of membership, without charge for the period of time designated.
- f. Emeritus membership shall be granted, upon written application, to a person who has met all the first three and/or four of the following qualifications:

1. Has been a professional member in good standing for 25 years, and
2. Has reached age 65, and
3. Has retired from full-time professional employment, and/or
4. Has been a professional member of the ND SHAPE for 25 years and regardless of age, has had to retire because of disability.

Emeritus members shall be eligible, without dues, to participate in ND SHAPE matters.

Section 2. Only professional members of ND SHAPE are eligible to hold office or to vote in the election of members to offices of the ND SHAPE, other than the student election of their officers.

Section 3. Annual dues shall be due and payable one, two or four years. Dues for members shall be approved by Executive Board.

ARTICLE II - Officers

Section 1. The officers of ND SHAPE shall consist of the President, the President-Elect, and the immediate Past President, VP General, the Council members, Secretary, Treasurer, and Executive Director(s).

Section 2. Officers shall be members in good standing of ND SHAPE.

Section 3. Officers shall perform duties as outlined in the operating code and perform such other duties ordinarily performed by that office.

Section 4. If the office of President becomes vacant the President-Elect shall assume this office. The office of the President-Elect shall be filled by the Vice- General.

Section 5. The ND SHAPE President must have been a member of SHAPE America and ND SHAPE for two consecutive years prior to election and also have served as President-Elect.

ARTICLE III - The Executive Board

Section 1. The Executive Board shall consist of the Executive Director(s), President, President-Elect, VP General, Secretary, Treasurer, the immediate Past-President, and the council members.

Section 2. A simple majority of the members of the Executive Board will constitute a quorum for transacting business.

Section 3. Members of ND SHAPE may attend Executive Board meetings without voice or vote. By request of a member and majority vote of the Executive Board a visitor may briefly address the meeting upon a stated topic.

Section 4. The Executive Board shall meet up to at least 4 times per year. Special meetings may be called by the President or by written request of a majority of the Executive Board.

ARTICLE IV - Executive Committee

Section 1. The Executive Director(s), President, the President-Elect, the Immediate Past President shall constitute the Executive Committee.

Section 2. The Executive Committee shall perform such duties between meetings of the Executive Board as authorized. It shall have the power to act upon questions requiring immediate decision, provided that none of its acts shall exceed authority granted by the Board or shall conflict with action taken by the Board. Actions of the Executive Committee shall be reported to the Board.

Section 3. A quorum of the Executive Committee must be present to constitute a meeting. The President shall call meetings if emergency action for ND SHAPE must be considered. Other board members may be invited to participate in an Executive Committee meeting as deemed necessary by said group.

ARTICLE V - Approval/election of Council members

Section 1. Half of the officers specified in the Constitution shall be approved annually at the fall conference by electronic vote or paper ballot by a simple majority of voting members, except the offices of Past-President, President, President-Elect and Vice-President General. The position of Vice-President General will be voted on/approved each year. If a tie exists the Executive Committee will decide the outcome.

Section 2. The Nominating Committee shall consist of the Executive Board. The VP-General will serve as the chairperson with input from the Past-President. The Nominating Committee shall submit a slate of candidates (preferably two candidates for each office) prior to the Annual State Meeting of ND SHAPE.

Section 3. The Executive Director shall be appointed for a four-year term by the Executive Board. The Executive Director may be reappointed upon an evaluation review.

Section 4. The terms of all officers shall be two fiscal years in length (see Article VI), with the exception Past-President, President, President-Elect and Vice President-General.

Section 5. Officers of ND SHAPE and/or the Executive Director may be removed for inefficiency by a 2/3 vote of the Executive Board.

Section 6. Vacant board positions will be filled by nomination of the Executive Committee and acceptance by the Executive Board.

Article VI. Fiscal Year

Section 1. The fiscal year of the ND SHAPE shall extend from June 1 to May 31.

ARTICLE VII - ND SHAPE Structure

Section 1. ND SHAPE shall consist of seven at large council members

Section 2. Each council member shall function to promote the goals of ND SHAPE.

Section 3. Each council member may present or sponsor a program at the annual workshop.

ARTICLE VIII - Committees

Section 1. The Committees of ND SHAPE shall consist of: Nominating, Constitution and By-Laws, Honors and Awards, State Conference Planning, and Applied Strategic Planning. Technology, Membership, Professional Development and Student Conference

Section 2. The functions, organization and methods of procedure of the various committees shall be set forth in Operating Codes.

Section 3. New Committee Chairpersons shall take office immediately upon appointment.

Section 4. Appointed representatives of ND SHAPE shall be Joint Projects-JRFH/HFH, Membership, Archives, Necrology, Web site & media Coordinator, Parliamentarian and others as necessary.

ARTICLE IX - Honors and Awards

Section 1. Honors and Awards may be given annually to individuals who have made outstanding contributions to the areas of ND SHAPE concern.

Section 2. The Honors and Awards Chairperson shall submit nominees for various awards to the Executive Committee for approval.

Section 3. The Honors and Awards criteria shall be approved by the Executive Board.

ARTICLE X. Restriction on Activities

Section 1. No part of the net earnings of ND SHAPE shall inure to the benefit of any member, sponsor, donor, creator, director, officer, employee, or without limitation, any other private individual or to the benefit of any corporation, organization, any part of the net earnings of which insure to the benefit of any private individual; provided, this shall not prevent payment of reasonable compensation for services actually rendered to of for ND SHAPE and affecting its purposes.

Section 2. ND SHAPE shall not divert any part of its income or corpus to any member, sponsor, donor, creator, director, officer, or employee; by lending any part of its income or corpus without receipt of adequate security and a reasonable rate of interest; by paying any compensation in excess of reasonable allowance for salaries, or other compensation for personal services actually rendered; by making any purchase of security or other property for more than adequate consideration for money or money's worth; by selling any substantial part of its securities or other property for less than adequate consideration for money or money's worth; or by engaging in any other transaction which either, directly or indirectly, results in such diversion of it income or corpus. ND SHAPE shall not make any accumulation of its income, unreasonable in amount or duration, or use any income for purposes other than the objectives herein before set forth or invest any income in any manner as to jeopardize the fulfillment or carrying out of its objectives. ND SHAPE shall not devote a substantial portion of its activities to carrying on propaganda or otherwise attempting to influence legislation, and in no event shall ND SHAPE engage in any legislative activities other than those in direct furtherance of ND SHAPE's stated objectives. ND SHAPE shall not participate in or intervene in any political campaign on behalf of any candidate for public office. In general, ND SHAPE shall not act in any way or engage in any activity which might affect its right to full tax exemption or the right of donors to ND SHAPE to full tax deduction for their contributions to ND SHAPE, and ND SHAPE shall be so operated as to be entitled to and receive all tax exemptions, federal or local, which may from time to time be granted to charitable, scientific, or educational foundations.

Section 3. No part of the net earnings of ND SHAPE shall be used for the benefit of, or to the advantage of any member, sponsor, donor, creator, trustee, officer, employee, or without limitation, any other private individual. No part of the net earnings shall be used for the benefit of any corporation or organization in which any private individual might benefit, or in which a substantial part of the activities of such corporation or organization is the carrying on of propaganda or otherwise attempting to influence legislation, provided that this restriction shall not prevent payment of reasonable compensation for services actually rendered to or for ND SHAPE in effecting it purpose.

ARTICLE X - Changes in the By-Laws

Section 1. Changes, additions or deletions in these By-Laws may be proposed at any meeting of the Executive Board by any member of ND SHAPE. If approved by the Executive Board, the suggested change shall be voted upon by ND SHAPE or by electronic vote. An affirmative vote by the simple majority of the entire number voting shall be necessary for the adoption of the proposed changes, additions or deletions.

ARTICLE XI - Rules of Order

Section 1. Question of procedure not covered in this Constitution and By-Laws shall be decided according to the latest edition of Roberts Rules of Order.

Section 2. A Parliamentarian shall be appointed by the President.

ARTICLE XII - Dissolution of ND SHAPE

Section 1. ND SHAPE may be dissolved at the bi-annual business meeting by a two-thirds vote of the professional members present provided that the dissolution proposal was sent to members two weeks in advance of the meeting. Also, ND SHAPE may be dissolved by a two-thirds majority mail or electronic vote provided that one-half of the professional members respond.

Section 2. In the event of dissolution of ND SHAPE all financial assets of ND SHAPE and ND SHAPE's records shall be forwarded to the SHAPE America headquartered in Reston, Virginia.

6/96; 5/98; 10/2001; 9/2003; 9/2004; 10/2005; 5/2008; 9/2008, 10/2010, 11/2012, 10/2014; 06/2015;07/2015; 08/2016; 8/2018