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BYLAWS

Article I

Mission Statement

The Virginia Association for Health, Physical Education, Recreation, and Dance (Virginia AHPERD) advances quality programs in health, physical education, recreation, and dance, across Virginia's schools and communities. We empower education professionals through innovative professional development, strategic advocacy, and collaborative networking, while promoting inclusive, evidence-based practices that foster lifelong wellness. Through organizational excellence, we create lasting positive change for all educators.

Article II

Purpose

The purpose of the association is to acquire and disseminate accurate and up-to-date professional information, aid in the development and promotion of effective programs, promote professional growth and excellence in instructional best practices, and coordinate the professional interests and efforts in the areas of health, physical education, recreation, dance, and sport.

Article III

Membership

Section 1: Membership classifications in the association shall be designated as Active Professional, Life, Student, Retired, and Associate.

1. Active Professional memberships shall consist of persons professionally prepared in the field of health, physical education, recreation, dance, and sport, or professionally engaged in some aspects of the program.
2. Life memberships with full privileges are extended to Past Presidents, Pioneer and Honor Award recipients, and persons deemed worthy of this distinction by a majority vote of the board of directors.
3. Student memberships shall consist of those undergraduate and graduate students majoring in health, physical education, recreation, dance, or sport.
4. Retired memberships will be available to professionals no longer employed in the field.
5. Associate memberships shall consist of those who provide professional support to the goals of the association, but do not qualify for the above memberships.

Section 2: The above shall be designated as members upon payment of dues to the association. Dues shall be determined by the board of directors as stated in Article X, Section 1 of the bylaws.

Section 3: Active Professional, Life, and Retired members shall have the right to hold office in the association with all the rights and privileges assigned to that office.

Section 4: Student members shall have the right to hold office and vote in the student section of the association.

Article IV

Officers

Section 1: The officers of Virginia AHPERD shall consist of President, President-Elect, Past President, Division Vice Presidents, Vice Presidents-Elect, Past Vice Presidents, Regional Representatives, and an Advocacy Representative.

Section 2: Officers shall be members of Virginia AHPERD and either SHAPE America or National Academy of Health and Physical Literacy (NAHPL).

Section 3: Nomination and election of officers.

1. The nominating committee shall prepare a slate of up to two nominees for President-Elect, Division Vice Presidents-Elect, Regional Representatives, and the Advocacy Representative. Additional candidates, with their written approval and who meet eligibility requirements, may be nominated from the floor only if the nominating committee has not submitted a candidate.
2. Voting for all officers shall be by written or electronic ballot.
3. The President is elected for one three-year term. They will serve year one as President-Elect, year two as President, and year three as Past President. Vice Presidents are elected for one three-year term. They will serve year one as Vice President-Elect, year two as Vice President, and year three as Past Vice President. Term of office for regional representatives and advocacy representative, each two-year term with two-term limit.

4. The term of office begins immediately following the close of the annual convention at which elections are held.
5. Voting for all elected officers of Virginia AHPERD, except for council members, shall be a function of all current members of the association.
6. In order to be elected, a candidate must receive a majority of the votes cast.
7. No person shall simultaneously hold more than one elected office. Therefore, if a person is elected to more than one office, the person shall declare which office they will assume. The other office(s) will be declared vacant. If the Representative Assembly (RA) has adjourned, any vacancies shall be filled as prescribed in these bylaws under succession of officers.

Section 4: Primary duties of Officers

1. All duties of officers can be found in their respective operating codes.
 - a. Past President
 - b. President
 - c. President-Elect
 - d. Past Vice Presidents
 - e. Vice Presidents
 - f. Vice Presidents-Elect
 - g. Regional Representatives
 - h. Advocacy Representative

Section 5: Succession of Officers

1. In the event a vacancy occurs on the board of directors, the President shall appoint, with board approval, a replacement to serve until the next regular meeting of the RA.
2. Should a vacancy occur in the office of President, the President-Elect shall serve the unexpired term in addition to their elected term the following year. The Past President shall serve a second term as Past President.
3. The President shall submit a slate of two candidates to a special meeting of the RA should a vacancy occur in the office of President-Elect. The RA then selects the new President-Elect. If only a single candidate can be found the appointment must still be approved by the RA. This person will serve the remainder of the President-Elect term and continue through the normal progression of the President and Past President.
4. Should a vacancy occur in the office of Past President, the Past President prior to the vacancy shall serve the unexpired term. If that individual is unable to serve, the next most recent Past President shall serve the unexpired term. This line of succession should continue, in order, until an individual is able to assume the position.
5. Should concurrent vacancies occur in the offices of President and President-Elect, the executive director shall call a special meeting of the RA to elect successors.
6. Should a vacancy occur in the office of Vice President, the Vice President-Elect shall serve the unexpired term in addition to their elected term the following year. The Past Vice President shall serve a second term as Past Vice President.

7. Should a vacancy occur in the office of Vice President-Elect, the Vice President shall submit a nominee to the board of directors. The board may confirm the nominee or request another submission. If confirmed, the person will serve the remainder of the Vice President-Elect term and continue through the normal progression of the Vice President and Past Vice President.
8. Should concurrent vacancies occur in the offices of Vice President and Vice President-Elect within the same division, the President shall appoint, with board approval, replacements to serve for the remainder of each term.
9. Should a vacancy occur in the office of Past Vice President, the Past Vice President prior to the vacancy shall serve the unexpired term. If that individual is unable to serve, the next most recent Past Vice President shall serve the unexpired term. This line of succession should continue, in order, until an individual is able to assume the position.

Article V

Representative Assembly (RA)

Section 1: The Representative Assembly shall consist of:

1. Board of Directors
2. Division Council Members
3. Executive Director
4. Parliamentarian

Section 2: All members of the RA shall be members of Virginia AHPERD and have voting privileges except for the executive director and parliamentarian.

Section 3: It shall be the duty of the RA to:

1. Effect all changes to the bylaws
2. Conduct business as necessary

Section 4: Voting shall take place in person or by electronic means where all participants can simultaneously hear one another at meetings of the RA. Proxy voting will be allowed if the voting RA member notifies the Executive Committee prior to the meeting.

Section 5: A regular meeting of the RA shall be held at the Virginia AHPERD convention. Special meetings may be called by the President or at the written request of 50% of RA members.

Section 6: A quorum is reached when a majority of the RA is present in person or simultaneously through electronic means.

Section 7: Members of Virginia AHPERD may attend RA meetings, but shall not have voting privileges. They may address the RA by consent of a majority of voting members in the RA.

Section 8: The executive director shall notify all RA members, in writing, of meetings at least fifteen (15) days in advance.

Section 9: Additional duties and responsibilities of the RA shall be designated in its operating code.

Article VI

Executive Committee

Section 1: The Executive Committee shall consist of the Past President, President, and President-Elect. The executive director shall serve as a non-voting member.

Section 2: The Executive Committee shall:

1. Transact association business between regular board of directors meetings.
2. Evaluate the editors of the Virginia Journal, the Communicator, and the social media coordinator.
3. Approve the actions of the President during emergencies between meetings of the board of directors.

Section 3: Meetings

1. Meetings of the executive committee shall be conducted in person or by electronic means where all participants can simultaneously hear one another.
2. Meetings shall be held at the call of the President or by request by the majority of the members.
3. A majority of the members of the executive committee shall constitute a quorum.

Section 4: The executive director shall notify the board of directors within fifteen (15) days of all actions taken by the executive committee.

Article VII

Board of Directors

Section 1: The board of directors shall consist of the officers identified in Article IV Section 1 of these bylaws.

Section 2: Members of the board shall have a two-year break in service after serving as Past Vice President, unless elected as President-Elect, or there is not a nominee to fill a Vice President-Elect position by the close of nominations at the annual convention.

Section 3: Meetings of the Board of Directors

1. Regular Meetings
 - a. There shall be five regular meetings of the board of directors. Two meetings are held at the annual convention (one within seventy-two hours following the election of officers).

- b. Additionally, a winter, spring, and summer meeting shall be held at a time and place determined by the President-Elect at the previous summer board meeting. Notice of regular meetings shall be served no less than fifteen (15) days in advance.
2. Special Meetings
 - a. Special meetings may be called by the President or by written request of any five (5) members of the board. Members shall be served notice of special meetings at least fifteen (15) days in advance. Special meetings of the board shall be conducted in person or by electronic means where all participants can simultaneously hear one another.
3. A majority of the board of directors shall constitute a quorum for transacting business.
4. All meetings of the board are open to association members except when the meeting is in executive session.

Section 4: Attendance at Meetings

1. Members of the board shall attend a minimum of four (4) regular meetings of the board per term.
 - a. Exceptions to the attendance policy may be reviewed by the Executive Committee and presented to the board of directors for approval by a 2/3 vote.
 - b. Exceptions should be submitted by the member who missed the meeting no more than thirty (30) days after the missed regular meeting.
2. Following the first missed regular meeting, the executive director shall send the board member written notice that the forfeiture of office shall occur upon the next missed regular meeting.
3. When a second regular meeting is missed, the President shall send a formal dismissal notification unless an exception has been approved by the board.

Section 5: The board may grant a vote by proxy to a sitting Division Past Vice President, Vice President, Vice President-Elect, Regional Representative, Advocacy Representative, or Student Representative.

Section 6: Duties and Responsibilities of the Board of Directors

1. Conduct the business of the association
2. Implement the strategic plan
3. Review proposed amendments to the bylaws and present those approved to the RA
4. Approve the annual budget and related financial matters as specified in the association's investment policy statement
5. Select an independent auditor to conduct an annual review or audit. An audit shall be conducted at least every three years
6. Determine membership dues and convention fees
7. Establish the place and date of the annual convention
8. Evaluate the executive director

Section 7: Removal of a Member of the Board of Directors

1. Any officer or director shall be removed from office for cause.
2. Notice shall be provided to the officer or director no less than thirty (30) days prior to a hearing before the RA. The officer or director shall be removed upon majority vote of the RA.

Article VIII

Divisions and Councils

Section 1: Divisions and councils provide leadership and coordination for development or programs and educational activities to enhance knowledge of Virginia AHPERD members.

Section 2: Division and Council Structure

1. Health Education Division
 - a. Elementary Health Education Council
 - b. Secondary Health Education Council
 - c. Family Life Education Council
2. Physical Education Division
 - a. Elementary Physical Education Council
 - b. Secondary Physical Education Council
 - c. Adapted Physical Education Council
3. Teaching & Learning Division
 - a. Future Educator Council
 - b. Higher Education Council
 - c. Council of District Administrators
4. Physical Activity Division
 - a. Dance Council
 - b. Sport & Recreation Council
 - c. Exercise & Fitness Council

Section 3: Divisions

1. The executive committee shall appoint officers of a new division for the first-year term. The division Vice President shall appoint officers for a new council for the first-year term.
2. Changes to existing divisions must follow the amendment process.
3. Any member of the association may attend division meetings held at the annual convention.

Section 4: Councils

1. Each council consists of two officers, Council Chair and Council Chair-Elect.

2. Changes to existing councils must follow the amendment process.
3. Candidates for chair-elect shall be members of Virginia AHPERD and be elected by members present at the council business meeting during the annual convention.
4. If a vacancy occurs in the chair position, the chair-elect shall serve as chair for the unexpired term as well as their own elected term the following year.
5. If a vacancy occurs in the council chair-elect position, the division Vice President shall appoint a replacement for the remaining term of that office. The division shall then elect a chair-elect at the next council meeting.
6. No member currently holding office is eligible for appointment.
7. Councils have the right to determine the qualifications of its members provided such action does not violate the bylaws of the association.
8. Each council will hold a business meeting at the convention in conjunction with the division meeting for the purpose of electing chair-elects and conducting other council business. Council officers shall assume their duties at the close of the division meeting.
9. Division and council meetings shall be conducted in person or by electronic means where all participants can simultaneously hear one another.
10. To be eligible for continuance of affiliation, each council must present an approved program, co-sponsored program, or project at the annual convention.
11. A council that does not sponsor or co-sponsor a presentation at two consecutive conventions can be dissolved upon decision of the board of directors.

Article IX

Committees & Coordinators

Section 1: Standing committees of the association include:

1. Advocacy
2. Awards
3. Diversity
4. Finance
5. Grant
6. Membership
7. Nominating
8. Site Selection
9. Structure & Function

Section 2: Membership on standing committees shall be a rotating three-year term.

Section 3: All standing committees shall be organized according to their respective operating codes. Each operating code will include a statement of purpose, organization, and responsibilities.

Section 4: Vacancies on standing committees are filled by appointment by the President-Elect and approved by the board of directors.

- Section 5: Ad hoc committees may be created for a one-year term. Such committees may be indefinite in number and are appointed for specific purposes that would generally fall outside the traditional responsibilities of a standing committee.
- Section 6: The President shall appoint coordinator(s) for Outstanding Health & Physical Education Programs (OHPEP).
1. Coordinators shall serve a three-year term. Availability of position shall be posted to the membership through the Journal, Communicator, and social media profiles. Current coordinator(s) may apply at the end of each three-year term when the term expires.
 2. The President shall appoint vacant coordinator positions during their presidential year.
 3. Coordinator positions shall be defined according to their respective operating codes. Each operating code will include a statement of purpose, organization, and responsibilities.
 4. Coordinators shall be evaluated annually as described in their operating code.

Article X

Dues & Finance

- Section 1: The annual dues for all membership types identified in Article III, Section 1 of these bylaws shall be determined by the board of directors.
- Section 2: There shall be no annual dues for Life members, Honor Award recipients, Past Presidents, and Pioneer Award recipients.
- Section 3: All contracts must be approved by the executive committee and signed by the executive director.
- Section 4: The association fiscal year shall be established by the board of directors.
- Section 5: The executive director shall submit financial documents to an independent auditor promptly following the end of the fiscal year. The results of the financial review or audit will be presented to the RA and will be available to the members for review upon request.
- Section 6: Taxes will be filed annually with the Internal Revenue Service (IRS).

Article XI

Delegates

- Section 1: Society of Health and Physical Educators (SHAPE) America Alliance Delegates
1. The executive committee shall serve as delegates to the SHAPE America delegate assembly.
 2. The President may appoint additional delegates as authorized by SHAPE America.

Section 2: SHAPE America District Delegates

1. The executive committee shall serve as delegates to the SHAPE America Southern District State Advisory Commission.
2. The President may appoint additional delegates as authorized by SHAPE America.

Article XII

Awards

The association may honor individuals for meritorious service. The awards shall be presented during the annual convention or at such other time or location as determined by the board of directors.

Article XIII

Publications

The association shall produce professional journals and/or newsletters as determined by the board of directors. The two primary publications shall be the Virginia Journal and The Communicator. Publications shall be distributed and made available to the membership and other sources as determined by the board of directors.

Article XIV

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these bylaws, or any special rules or order the association may adopt.

Article XV

Amendments

Section 1: Consistent with applicable law of jurisdiction in which Virginia AHPERD is incorporated, these bylaws may be amended as follows:

1. All proposed amendments shall be forwarded to the Structure and Function Committee for review and recommendation based on impact to this and other governing documents.
2. The proposed amendment shall be adopted by a majority vote of the board of directors, provided notice is given at least fifteen (15) days in advance of the meeting.
3. The board of directors shall submit adopted amendments to the RA for approval.
4. The executive director shall notify each member entitled to vote at the RA no less than fifteen (15) days in advance. The notice of meeting shall also state that the purpose, or one of the purposes, of the meeting is to consider the proposed amendment and contain or be accompanied by a copy of the amendment.

5. Amendments shall be approved by a two-thirds vote at any meeting of the RA provided notice of such amendment(s) is provided to all RA members.

Section 2: Operating codes may be changed by submitting a written proposal, including rationale, to the executive director. The director shall submit the proposal to the board of directors no less than fifteen (15) days in advance of a vote. The proposal shall be adopted by a majority vote of the board of directors.

Article XVI

Disposal of Assets

Upon dissolution, all of the assets of Virginia AHPERD shall be distributed as designated by the Articles of Incorporation.