

Oregon Society of Health And Physical Educators (SHAPE) CONSTITUTION & BYLAWS

**CONSTITUTION, BYLAWS AND OPERATING CODES
Revised 10-16-14
Oregon SHAPE
CONSTITUTION**

ARTICLE I Name and Affiliations

1. The organization shall conduct business as the Oregon Society of Health And Physical Education (SHAPE).
2. The Association is organized as a constituent state organization of the American Society of Health and Physical Education (SHAPE America)

ARTICLE II Purpose

The purpose of Oregon SHAPE shall be:

1. To sponsor and promote professional development opportunities in the areas of health education and physical education (including recreation, dance, adapted physical education, athletics, exercise science, coaching, etc.) throughout the State of Oregon.

2. To advocate for delivery of high quality school health and physical education to all school-age children and youth in the State of Oregon without discrimination based on race, gender, sexual orientation or ability.

ARTICLE III Membership

Oregon SHAPE shall consist of members as hereinafter provided.

ARTICLE IV Organization

Oregon SHAPE Assembly shall be organized as hereinafter provided:

- Board of Directors
 - President,
 - President-Elect
 - Past-President
 - Secretary
 - Vice-President of Health
 - Vice-President of Physical Education
 - Student Representative
 - Executive Director - Ex Officio
 - Jump Rope For Heart/Hoops For Heart (JRFH/HFH) Coordinator- Ex Officio
 - LMAS Coordinator- Ex Officio
- **Oregon SHAPE** members in good standing.

ARTICLE V Government

The business of Oregon SHAPE shall be conducted by the Oregon SHAPE Board of Directors and Assembly as hereinafter provided.

ARTICLE VI Meetings

1. There shall be an annual business meeting of the Assembly at a time and place designated by the Board of Directors.
2. There shall be a State Conference sponsored by Oregon SHAPE held at the same time and place as the annual business meeting.
3. There shall be regular meetings of the Board of Directors and one meeting of the Board of Directors shall be held within a week of the State Conference.

4. The President may, when deemed necessary, call a Board of Directors meeting. Notices thereof shall state the purpose.
5. A quorum, consisting of not less than a majority of the voting members of the Board of Directors or their written proxies, shall be necessary for the official transaction of business at such meetings.

ARTICLE VII Outreach

The Oregon SHAPE shall maintain a web page and utilize social media and email to communicate with membership as hereinafter provided.

ARTICLE VIII By-Laws

The Oregon SHAPE shall adopt By-Laws consistent with this constitution and the laws of the State of Oregon.

ARTICLE IX Procedure for Amendments

Section 1

This constitution may be amended at any official meeting of the Assembly, or by an e-mail vote by the Assembly. An affirmative vote equivalent to two-thirds of the regular membership present at an official meeting or two-thirds of the regular members replying by e-mail vote shall be required, provided that a quorum, as specified, takes action. No e-mail vote shall be valid thirty (30) days after official notification.

Section 2

All proposed amendments must be submitted in writing to the Board of Directors for approval at least thirty (30) days prior to the time at which they will be presented for Board action. After Board of Director action, all proposed amendments must be submitted in writing to the current membership at least thirty (30) days prior to the time the amendments will be presented for action at an Assembly meeting or by an e-mail vote of the Assembly.

ARTICLE X Oregon Alliance Dissolution

In the event of dissolution of this organization, all net assets at the time shall be dedicated to the Northwest District Association of the American Society of Health And Physical Education (SHAPE America) for the furtherance of the organization's goals. In the event that the Northwest District Association shall dissolve, the net

assets shall be dedicated to the American Society of Health And Physical Education SHAPE America shall dissolve, the net assets shall be permanently dedicated to the Federal Government.

OREGON SOCIETY OF HEALTH AND PHYSICAL EDUCATION
(Oregon SHAPE)
BY-LAWS
ARTICLE I
Membership

Section 1

Any person or organization engaged in delivering or providing support to the delivery of, or interested in health, physical education, and its related fields in the State of Oregon may apply for membership.

Section 2

Members of the *Oregon SHAPE* shall be classified as professional, student, honorary life, retired and affiliate members.

- a. Professional Membership – Any person professionally engaged in or interested in one or more of the fields of health, physical education and its related areas shall become a member by registering and paying annual dues.
- b. Student Membership – Any current full time graduate or undergraduate student of health education, physical education and its related areas may become a voting member by paying dues stipulated for student membership.
- c. Honorary Life Membership – Any person, who as an Honorary Life Membership bestowed by this alliance does not pay annual dues, however is a voting member.
- d. Retired Membership – Any retired individual who has been a member of Oregon SHAPE or it's former affiliation name OAPHERD may retain voting membership by paying dues stipulated for retired members.
- e. Affiliate Membership - Any agency or organization engaged or interested in the fields of health education, physical education, and its related areas may become an affiliate member by paying dues stipulated for Affiliate membership. An Affiliate membership is entitled to designate one vote per membership to represent its interests.

Section 3

Professional, student, honorary life, retired members and affiliate member designees shall have the right to hold office in OAHPERD. **Note: only one designee of an affiliate member organization may hold office.**

Section 4

Professional, student members, retired, and affiliate members shall pay annual dues as recommended by the Board of Directors and approved by the Assembly. Honorary life members shall receive free membership. Membership year shall begin with the first day of the State Conference and extend through the day prior to the next State Conference. All members shall receive the official publications *and communications from Oregon SHAPE*.

Article II Board of Directors

Section 1

The Board of Directors shall be composed of the following Oregon SHAPE members, all of whom shall be voting members:

The President, who shall serve as Chair; the President-Elect; the immediate Past President; Health Education Vice President; the Physical Education Vice President; Secretary and Student Representative.

The non-voting members of Oregon SHAPE Board of Directors are as follows: Executive Director, Oregon Department of Education Representative, Jump Rope For Heart/Hoops for Heart (JRFH/HFH) Coordinator, Let's Move Active Schools Coordinator (LMAS); and appointed chairs or committee members, including a Conference Coordinator, if so appointed. All officers on the Board of Directors shall take office on the last day of the State Conference and serve on a basis concurrent with the terms of offices for Oregon SHAPE.

Section 2

It shall be the duty of the Board of Directors:

- a. To supervise and direct the business affairs of Oregon SHAPE subject to the limitations and restrictions provided by the By-Laws and Constitution;
- b. Conduct a performance review, as specified in the contract, of the Executive Director and the Conference Coordinator if applicable and any other ongoing contractual agreement;
- c. To approve the financial budget, supervise receipts and expenditures, and insure proper procedures for the safe keeping and accounting of all funds of Oregon SHAPE Association;
- d. To recommend to the Assembly the cost of membership dues;
- e. To determine the time and place of meetings of the Assembly and such other professional meetings and conferences as may be sponsored by Oregon SHAPE;
- f. To approve the chairs and other persons of ad hoc committees as appointed by the President;
- g. To provide for the maintenance of a complete record of the meetings of the Board of Directors and the Assembly, for the maintenance of membership records, and for the preparation of annual reports, finances and activities;

- h. To determine policies governing the administrative services and publications;
- i. To exercise and perform other duties as prescribed elsewhere in the Oregon SHAPE Constitution and By-Laws;
- j. Be responsible for the relation of Oregon SHAPE to the NW District SHAPE;
- k. To review all actions of the Board of Directors at regular meetings of Oregon SHAPE.

Section 3

Termination of a Board of Director member – The Board of Directors shall be empowered to replace any non-functioning member of the Board of Directors. The officer may be terminated at any time by a 2/3 majority vote of the Board for failure to properly fulfill the duties of the position.

ARTICLE III Assembly and Meetings

Section 1

The Assembly shall consist of the members of the Board of Directors, together with the professional, student, honorary life, retired, and affiliate members, in good standing, of Oregon SHAPE.

Section 2

A meeting of the Assembly shall be held at the time and place of the State Conference. Special meetings may be called by the President or at the written request of a majority of the Assembly. The Secretary shall notify all members of the Assembly, at least thirty (30) days prior to the proposed meetings. One-half or more members of the Assembly must be present as stated in Section 6 of this Article.

Section 3

It shall be the duty of the Assembly to effect all changes in the Constitution and By-Laws; to elect officers; to initiate such business as it deems desirable; and to exercise veto power over action taken by the Board of Directors provided the quorum, as herein provided, takes action; and other business as hereinafter provided. No e-mail vote shall be valid thirty (30) days after official notification.

Section 4

The President is responsible for preparing the agenda and presiding over Oregon SHAPE meetings, unless otherwise designated.

Section 5

All members of Oregon SHAPE shall be allowed both speaking and voting privileges.

Section 6

Members present at the assembly meeting shall constitute a quorum.

Section 7

A simple majority vote is required for action of the Assembly with the following exception: two-thirds vote is required for all constitutional and by-laws changes and to veto action taken by the Board of Directors.

Section 8

In the case of an e-mail veto, a quorum must be considered to be a simple majority of the current professional, student, honorary life and retired and affiliate members.

ARTICLE IV Officers

Section 1

The elected officers shall consist of: President; President-Elect; Immediate Past President; Secretary; and the Division Vice Presidents representing Health Education, and Physical Education; and a Student-Representative. Ex-officio members shall include: the Executive Director, Oregon Department of Education representative; Conference Manager (if applicable) and the chairs of ad hoc committees as appointed by the President and approved by the Board of Directors.

Section 2

The President shall:

- a. Act as chairperson of the Board of Directors and the Assembly, and represent the best interests of Oregon SHAPE as appropriate;
- b. Preside at all meetings and enforce all rules and regulations relating to the administration of Oregon SHAPE;
- c. Fill any vacancy in any office with the approval of the Board of Directors;
- d. Call a meeting of the Board of Directors when deemed necessary or when requested by a majority of the members of the Board of Directors;
- e. Appoint the members of special Ad-Hoc committees as the Board of Directors deems necessary;
- f. Attend the SHAPE America National Conference and serve as an SHAPE America Assembly Delegate.
- g. Work in conjunction with the Executive Director to appoint a treasurer to assist with financial monitoring and provide additional signatory for financial transactions.

Section 3

The President-Elect shall:

- a. Act for the President in their absence and in the case of death or resignation of the President, shall succeed the President for the unexpired term;
- b. Serve as a member of the Board of Directors;
- c. Chair the Nominations, Honorary Life and Awards Committees and other committees as designated by the President and approved by the Board of directors;
- d. Attend the SHAPE America National Conference and serve as an SHAPE America Assembly Delegate.

Section 4

The Immediate Past-President shall:

- a. Serve as a member of the Executive Board;
- b. Chair the Advisory Committee;
- c. Act as General Chairperson for the State Conference and assume responsibly for those sections under that office;
- d. Assist the President in implementing the recommendations made by the previous year's committees, which were accepted by the membership at the annual assembly meeting.

Section 5

The Vice President for each Division (Health Education and Physical Education) shall:

- a. Assume primary responsibility for the activities conducted throughout the year and at the State Conference by their respective Division as hereinafter provided;
- b. Promote their area of interest;
- c. Participate in the conference program planning and promotion for the annual conference of Oregon SHAPE;
- d. Serve as a member of the Board of Directors.

Section 6

The Secretary shall:

- a. Keep the files, including copies of the Oregon SHAPE Constitution, By-Laws and Operating Codes, up-to-date and in good order;
- b. Serve as a member of the Board of Directors;
- c. Keep a written record of the proceedings of Oregon SHAPE meetings, and distribute minutes to Board of Directors, and others as designated by the President or by action of the board;
- d. Upload minutes to Oregon SHAPE web site;
- e. Provide a record of all proceedings to the incoming Secretary at the end of the term of service.

Section 8

Student Representative shall:

- a. Represent student interest in all matters of Oregon SHAPE;
- b. Serve on the Conference Program Planning Committee;
- c. Serve on the Board of Directors;

Section 9

Other duties of these and other officers shall be set forth in their respective operating codes.

ARTICLE V
Appointed and Contracted Positions

Section 1

Executive Director shall:

- a. Serve at the direction of the Board of Directors for a one year contract which may be renewed;
- b. Provide continuity and assistance to the overall operation of Oregon SHAPE;
- c. Maintain up-to date records of Oregon SHAPE membership, business and current copies of the Oregon SHAPE Constitution, By-laws and Operating Codes;
- d. Receive all dues and monies payable Oregon SHAPE and enter such records in the proper books;
- e. Pay all Oregon SHAPE expenditures by a **check** signed by the Executive Director and **President**;
- f. Prepare and have duplicated a complete itemized record of all Oregon SHAPE income and expenses. This written, itemized financial record is to be available on request to the membership at the State Conference;
- g. Maintain the accounting books up-to-date and balanced with bank statements;
- h. Provide quarterly account and bank statements to external accounting and CPA services for tracking and tax purposes;**
- i. Obtain approval and a second signature from the designated member of the Board of Directors on all checks to pay expenses from Oregon SHAPE Association accounts;**
- j. Respond in a timely manner to meet fiduciary and reporting responsibilities to the NW District AAHPERD and the National AAHPERD offices;**
- k. Act as signatory for Oregon SHAPE's memorandum of agreement (MOA) with SHAPE America and the American Heart Association.**
- l. Perform additional specific responsibilities as spelled out in the operating codes and the Executive Director contract;
- m. Not carry a proxy vote in the business meeting – this allows the Executive Director to maintain neutrality and integrity.

Section 2

Historian shall:

Be appointed by the President with the approval of the Board of Directors for a three year term and may be re-appointed. The Historian shall solicit materials, evaluate materials for retention, and maintain the archives of OAHPERD.

Section 3

Jump Rope for Heart/Hoops for Heart (JRFH/HFH) Coordinator shall:

- a. Be appointed by the President for a three year term and may be reappointed. The JRFH/HFH Coordinator shall have the responsibility for assuring the **Oregon SHAPE** American Heart Association obligations are fulfilled.

Section 4

The Let's Move Active Schools (LMAS) Coordinator shall:

- a. Be appointed by the President for a three year term and may be reappointed. The LMAS Coordinator shall have the responsibility for assuring the Oregon SHAPE LMAS obligations are fulfilled.

Section 5

Resignation of any position under Article V must be submitted in writing a minimum of two months prior to termination of service. The appointment of a position may be terminated at any time by a two-thirds majority vote of the Board of Directors for failure to properly fulfill the duties of the position. In the event of a vacancy in any appointed or contracted position, the President shall oversee filling the existing vacancy.

Article VI Alliance Committees

Section 1

Standing and Ad Hoc Committees:

- a. There shall be Standing Committees, and Ad Hoc Committees designated when deemed necessary by the Board of Directors or Executive Committee. Committee chairs may attend Board of Directors meetings at their own expense or with Oregon SHAPE funding upon invitation by the President. Ad Hoc Committee chairs will not be voting members.
- b. Each standing committee will be chaired by an officer on the Executive Board with the intent to insure representation for board action.
- c. Standing Committees of Oregon SHAPE shall be composed of not more than five members, appointed by the Oregon SHAPE President with review and input from the Executive Committee.
- d. Each committee shall have an Operating Code approved by the Board of Directors.

Section 2

The Standing Committees are:

- a. **Executive Committee** - shall be charged to carry out the business of the Board of Directors in the absence of board approval. Committee actions shall be brought forward at the next board meeting for Board of Directors affirmation. The Executive Committee shall consist of the Oregon SHAPE President, who serves as chair, Oregon SHAPE President-Elect, and the Oregon SHAPE immediate Past President.

- b. Finance Committee** - shall prepare the annual Oregon SHAPE budget and review all fiscal matters pertaining to Oregon SHAPE and its substructures. The Finance Committee shall consist of the Oregon SHAPE Executive Director who serves as chair, Oregon SHAPE President, and the contracted bookkeeper.
- c. Conference Program Planning Committee** - shall plan the State Oregon SHAPE conference. The Committee shall consist of the Oregon SHAPE Past-President, who serves as chair, Oregon SHAPE Division (Health Education and Physical Education) Vice-Presidents and the Oregon SHAPE Student Representative. Oregon SHAPE Executive Director and Oregon SHAPE Conference Manager (when applicable) shall serve as ex-officio members.
- d. Nominating Committee** - shall be responsible for securing candidates and for coordinating the election procedures. The Committee shall consist of the Oregon SHAPE President-elect, who serves as chair, and the Division Vice-Presidents.
- e. Constitution Committee** - shall study the Constitution and By-Laws to propose such amendments as seem desirable. All Operating Codes shall be reviewed and edited by the Constitution Committee before they are presented to the Board of Directors for approval. The Constitution Committee shall also review proposed amendments to the Constitution and By-Laws of each Division to ensure that the proposed changes are in agreement with the Oregon SHAPE Constitution and By-Laws. The Constitution Committee shall be composed of Oregon SHAPE immediate Past President, who serves as chair, and members of the Executive Committee and other Oregon SHAPE designees as appointed.
- f. Honorary Life Membership Committee** - shall evaluate the work of individuals in the State of Oregon who have made outstanding contributions to the professional interests of Oregon SHAPE. At the annual OAHPERD State Conference, present as recipient(s) for Honorary Life Membership the names of individuals who merit this honor. The Honorary Life Membership committee shall be convened by the President-elect and composed of Honorary Life Recipients.
- g. Membership Committee** - shall promote membership by contacting persons who are professionally involved in the interests of Oregon SHAPE. The Membership Committee shall assist in any possible way to further the growth of Oregon SHAPE Association. The Membership Committee shall be composed of each Division Vice-Presidents and the Student Representative. The Oregon SHAPE President shall appoint the chair.

- h. Advocacy Committee** - shall identify and provide advocacy for issues relating to the interests of Oregon SHAPE and its constituent community. The Advocacy Committee will be an ad hoc committee as dictated by legislative issues. It shall be chaired by the **Oregon SHAPE Advocacy Representative**, as appointed by the Oregon SHAPE President, and will be composed of the Vice-presidents of each division
- i. Scholarship Committee** - shall review applicants for the Oregon SHAPE scholarships and submit recommendations on the basis of merit and need to the Board of Directors for approval. The Scholarship Committee shall be chaired by the Oregon SHAPE President-elect and composed designated members of Oregon SHAPE appointed by the President.

Section 3

Ad Hoc and Special Committees shall:

- a. Shall be appointed by the Oregon SHAPE President as necessary to carry out a specific task or function. An Ad Hoc or special committee shall cease to function as soon as the specific task for which it was created is accomplished or abandoned.
- b. Ad Hoc and Special Committees must have a written charge from the Oregon SHAPE President with Board of Director approval. Ad Hoc and Special Committees need not have operating codes, but the written charge must be on record with the Executive Board.

ARTICLE VII

Nominations and Election of Officers

Section 1

Nominating Procedure:

- a. The Nominating Committee shall present to the Board of Directors a slate of candidates;
- b. The Nominating Committee shall present biographical sketches for the candidates;
- c. The Nominating Committee shall ensure the nominees satisfy the qualifications for office.

Section 2

Qualifications for Office:

- a. The President shall:
 1. Held membership in Oregon SHAPE for at least three years immediately preceding nomination for office;
 2. Hold Professional membership in Oregon SHAPE during the year of nomination for office;
 3. Demonstrate interest in Oregon SHAPE as indicated by service to the society during at least three years of membership;
 4. Be a SHAPE America member during their year as Oregon SHAPE President.
- b. The Secretary shall:
 1. Hold membership in Oregon SHAPE for at least three years immediately preceding nomination for office;
 2. Hold membership in Oregon SHAPE during the year of nomination for office.
- c. Vice-President-elect for each Division shall:
 1. Hold membership in Oregon SHAPE for at least three years immediately preceding nomination for office;
 2. Hold Professional membership in Oregon SHAPE during the year of nomination for office.
- d. Student-elect shall:
 1. Hold student membership in Oregon SHAPE during the year of nomination for office.

Section 3

Elections

- a. The Schedule of Election shall be:
 1. President-Elect to be elected annually;
 2. Secretary to be elected **every three years at the conclusion of the prior Secretary's term**;
 3. Student Representative to be elected annually;
 4. Health Education Division Vice-President to be elected in odd numbered years;
 5. Physical Education Division Vice-President to be elected in even numbered years.
- b. Election Procedures:
 1. Elections shall be held during the Annual State Conference by ballot.
 2. The Nominating Committee shall be responsible for coordinating election procedures, including the receiving of additional nominations;
 3. Candidates shall be introduced to the membership at the Annual State Conference;
 4. Officers shall be elected by a majority of votes cast in the election at the Annual State Conference;.

5. In case of a tie, the tie shall be decided by a majority vote of the Board of Directors.
6. The results of the election shall be announced and posted on the web site immediately following the Annual Conference.

Section 4

Terms of Office:

- a. All newly elected officers shall take office at the conclusion of the Annual State Conference, immediately following the Oregon SHAPE President's announcement;
- b. The Oregon SHAPE President shall serve a three-year term: one year as President-Elect followed by one year as President and one year as immediate Past President;
- c. The Oregon SHAPE Secretary shall serve three years as Secretary
- d. The Oregon SHAPE Student Representative shall serve one year as Student Representative-
- e. The Oregon SHAPE Association-Vice President for each Division shall be elected in alternating years at the time of the State Conference. Each Vice President will serve for a term of two years

Section 5

Resignation and Termination:

- a. A resignation of any officer must be submitted, in writing, a minimum of two months in advance. Any officer may be relieved of their responsibilities at any time by a 2/3 majority vote of the Board of Directors.

Section 6

Vacancies:

- a. In the event of a vacancy in any elected Oregon SHAPE position, the Oregon SHAPE President shall oversee filling the existing vacancy with the input and confirmation of the Board of Directors. In the event of a vacancy in the office of President-Elect a successor shall be elected from the current members of the Executive Board by a majority vote of the Executive Board.

ARTICLE VIII

Divisions

Section 1

Oregon SHAPE shall consist of the following Divisions:

- a. Division for Health Education (serving school age children and youth)
 - School Health Instruction
 - Professional Preparation
 - Safety Education
 - Community Health Education
 - Public Health Education
 - Health Promotion and Wellness
 - Health Education Research

- b. Division for Physical Education
 - Elementary School Physical Education
 - Secondary School Physical Education
 - Adapted Physical Education
 - Dance
 - College/University Physical Education
 - Physical Fitness
 - Administration and Supervision
 - Sports and Athletics
 - Coaching
 - Physical Education Research

- b. Division of Students

Section 2

Divisions shall be governed by provisions set forth in their respective operating codes.

Section 3

Members of Divisions must be members in good standing of Oregon SHAPE.

Section 4

Divisions may be accepted or dropped upon recommendations of the Oregon SHAPE Board of Directors and by a two-thirds vote of the Oregon SHAPE Assembly at a regular meeting or by an e-mail vote providing a quorum takes action.

Sections 5

Each Division shall sponsor programs to serve their area of interest at the Oregon SHAPE Annual State Conference as deemed appropriate by the Board of Directors.

Section 6

Each Division will be represented on the ***Oregon SHAPE*** Board of Directors by a Vice President.

ARTICLE IX
Representation – Other Organizations

Section 1

The President, the President-Elect and the Immediate Past-President in this order, shall serve as active representatives to the American Society of Health and Physical Education (SHAPE America), Other active representatives, to whom Oregon SHAPE may be entitled, shall be appointed for one-year terms by the Oregon SHAPE President, with the approval of the Executive Committee.

Section 2

The Oregon SHAPE President shall serve as representative of Oregon SHAPE on the Board of Directors for the Northwest District Society (NWD SHAPE).

Section 3

Organizations whose purposes are compatible with those of Oregon SHAPE may petition the Executive Committee for affiliation. Each affiliated organization may sponsor a program in connection with the annual State Conference and may, upon Board of Directors approval, maintain reciprocal Conference agreements.

ARTICLE X
Dues and Finances

Section 1

The financial affairs of Oregon SHAPE shall be administered by the Executive Director, subject to the approval of the Finance Committee; which includes the Executive committee.

Section 2

The fiscal year of Oregon SHAPE begins on the first day of June and ends on the last day of May of the following year.

Section 3

The financial accounts of Oregon SHAPE shall be audited upon request of the Executive Committee and/or a majority of the current membership and shall be reviewed annually by SHAPE America.

Section 4

The Executive Director shall make a report available to the membership at the annual business meeting of Oregon SHAPE.

Section 5

The Finance Committee will work closely with the Executive Director in determining the budget for Oregon SHAPE.

Section 6

Membership Dues:

- a. The membership dues shall be:

- Professional- \$50
- Student- \$25
- Retired- \$25
- Affiliate- \$50
- Honorary Life-\$0

b. Such dues shall constitute membership for one calendar year from the date of payment. Conference registration receipt will serve as record of membership.

Section 7

Fiscal Allocation: The Board of Directors shall decide the amount of money required to conduct the business of the Society including financing the contracted positions, general operating expenses, the Oregon SHAPE Annual Conference and contingency funding.

Article XI Tax Free Exemption

Section 1

Tax Exempt Status:

This organization is organized exclusively for educational purposes within the meaning of section 501c(3) of the Internal Revenue Code.

Section 2

Operating Stipulations:

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted by an organization exempt for federal income tax under section 501c(3) of the Internal Revenue Code.

Section 3

Dissolution of Tax Exempt Status:

Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed as stated in Article V, Dissolution of the Society, in the Constitution.

Section 4

Nonprofit Assurance:

This organization is not organized for profit, and no part of the earning shall inure to the benefit of any private stockholder.

ARTICLE XII
Rules of Order

Section 1

Governance:

The rules of parliamentary procedure as laid down in Robert's Rules of Order, Newly Revised, shall govern all meetings of the Society. The President may modify these rules when necessary and appoint a Parliamentarian for advice. The decision of the President on matters of process shall be final.

ARTICLE XII
Procedure for Amending

Section 1

Amending Procedures:

These By-Laws may be amended at an **Oregon SHAPE** meeting by a majority vote of the members present.

This is the current Constitution and By-Laws of Oregon Alliance for Health, Physical Education, Recreation and Dance and supersedes all earlier revisions.

Adopted	October 9, 1981	
Revised	October 8, 1982	
Revised	October 14, 1983	
Revised	October 11, 1985	
Revised	October 11, 1990	
Revised	October 13, 1992	JAB/SOC
Revised	October 12, 1996	(Archived w/Constitution Com. Chair and member George Oja)
Revised	October 12, 2001	JDR/PU
Revised	October 13, 2002	CLP
Revised	October 8, 2010	JR/BV
Revised	October 11, 2013	MG, HW, DGH
Revised	October 16, 2014	DGH, CB, MD