



The Ohio Association for Health,  
Physical Education, Recreation, and Dance

**CONSTITUTION & BYLAWS**  
**Approved: December 2021**

# **CONSTITUTION**

## **ARTICLE I- NAME**

This organization shall be called the Ohio Association for Health, Physical Education, Recreation and Dance.

## **Article II- Objectives**

The objectives of this Association value a focus on including Black, Indigenous, and people of color (BIPOC) and other underrepresented groups with an emphasis on social justice and equitable practices:

- a. Stimulate interest and growth in Health Education, Physical Education, Recreation, Dance, Higher Education, Sport and Exercise Science, and related areas
- b. Acquire and disseminate, through publications and projects, pertinent information for Health Education, Physical Education, Recreation, Dance, Higher Education, Sport and Exercise Science, and related areas with a focus on social justice and equitable practices
- c. Promote quality programs in Health Education, Physical Education, Recreation, Dance, Higher Education, Sport and Exercise Science, and related areas
- d. Provide the leadership essential to the continuous development of quality programs in Health Education, Physical Education, Recreation, Dance, Higher Education, Sport and Exercise Science, and related areas
- e. Promote positive community relationships leading to support for programs in Health Education, Physical Education, Recreation, Dance, Higher Education, Sport and Exercise Science, and related areas
- f. Affiliate and/or cooperate with other associations to improve the profession (e.g. SHAPE America, Society of Public Health Education)
- g. Cooperate with local and state agencies to develop in-service education programs in Health Education, Physical Education, Recreation, Dance, Higher Education, Sport and Exercise Science, and related areas (e.g. educational service centers, school districts)

## **ARTICLE III- MEMBERSHIP**

The Ohio Association for Health, Physical Education, Recreation and Dance shall consist of members as provided for in the By-laws.

## **ARTICLE IV- GOVERNMENT**

The government of the Association shall be conducted by the Board of Directors, Officers, and Committees, as provided for in the By-Laws.

## **ARTICLE V- AMENDMENT**

The Constitution of the Association may be amended by a vote of two-thirds of the members present at the Board of Directors meeting as provided for in the By-Laws

# **BY-LAWS**

## **ARTICLE I- MEMBERSHIP**

The Association values Black, Indigenous, and people of color (BIPOC) and other underrepresented groups within its membership.

SECTION 1. Membership in the Ohio Association for Health, Physical Education, Recreation and Dance is open to those persons who are interested in the objectives of the Association and upon payment of dues as specified in Section 11 of this article.

SECTION 2. Membership shall be designated as professional members, student members, institutional members, corporate members, honorary life members, retired members, and affiliate members.

SECTION 3. Professional members shall consist of all persons professionally engaged in one or more of the various aspects of health education, physical education, recreation, dance, or sport and exercise science.

SECTION 4. Student members shall include: undergraduates, graduate assistants, and full-time graduate students (not under contract) preparing to work in the health education, physical education, recreation, dance, or sports and exercise science, or allied fields.

SECTION 5. Retired members shall consist of those applicants who have given at least twenty years of service and have officially retired from the professional fields of health education, physical education, recreation, dance, or sport and exercise science, or their allied areas and upon payment of dues as specified in Section 9 of this article.

SECTION 6. Honorary Life members shall be those Association votes so to honor; criteria are listed in the procedure's manual

SECTION 7. Any organization may become a Corporate member or Institutional member upon payment of annual dues as specified in Section 19 of this article. Contributing and institutional members shall receive all official publications of the Association.

SECTION 8. Affiliate members shall be any organization having petitioned for and received approval of the Board of Directors in accordance with the procedure specified in Article XII.

SECTION 9. The annual dues for professional members, student members, corporate or institutional members and retired members shall be recommended and approved by the Board of Directors. Honorary Life Members shall be granted all membership privileges of the Association without payment of dues. Annual dues are due each year on the date joined, and include subscriptions to the official publication of the Association.

SECTION 10. Libraries and reading clubs, agencies, associations, and institutions may secure the official publication for an amount recommended by the Board of Directors. Back issues of these publications are not available.

## ARTICLE II-OFFICERS

The Association values and seeks to include Black, Indigenous, and people of color (BIPOC) and other underrepresented groups as officers.

SECTION 1. The elected officers of the Association shall be the President, President Elect or Immediate Past President, Secretary, Treasurer, Chair of the Adult Development and Learning Division, Chair of the Dance Division, Chair of the Health Education Division, Chair of the Higher Education Division, Chair of the Physical Education Division, Chair of the Recreation Division, Chair of the Sport & Exercise Sciences Division, Chair of Young Professional Division, Chair of the Whole Child Division, and Student Chair.

SECTION 2. Appointees of the Association shall be the Editorial Board Chair, Member Engagement and Social Justice Chair, Advocacy Chair, Convention Chair, Community Engagement Chair, Media and Marketing Chair, Governance and Nominating Chair, Awards Chair, Ohio Department of Education and Ohio Department of Health Liaisons, and Trustees. Additional Appointments may be determined by the Board of Directors.

SECTION 3. Only professional members, retired members, student representatives, and individual contributing members who are professionally engaged in health education, physical education, recreation, dance, or sport & exercise science, shall have the right to hold office or vote in the election of members of the Board of Directors as hereinafter provided.

SECTION 4. It shall be the duty of the President to:

- a. Preside at all meetings of the Association and the Board of Directors.
- b. Appoint all committees with approval of the Board of Directors.
- c. Appoint the Chairpersons of all special and standing committees during their term of office with the approval of the Board of Directors.
- d. Vote only in the case of a tie.
- e. Serve as an ex-officio member of the Awards Committee.
- f. Serve as representative or appoint a representative to SHAPE America General Assembly.
- g. Lead the evaluation of the Executive Director working with the President Elect/Past, Secretary, Treasurer, and Convention Chair.

SECTION 5. The President-Elect serves during the second year of the President's term. It shall be the duty of the President-Elect to:

- a. Perform the duties of the President in their absence and any other duties that the President or Board of Directors may direct.
- b. Attend the Conference for President Elects.
- c. Serve as an ex-officio member of the Governance and Nominating Committee.
- d. Serve as the OAHPERD representative to the SHAPE America General Assembly as needed.
- e. Serve as a voting member of the Board of Directors.
- f. Work with the President and other selected Board members to evaluate the Executive Director as needed.

SECTION 6. It shall be the duty of the Immediate Past President, for one year, to:

- a. Perform the duties of the President in their absence.
- b. Serve as the OAHPERD representative to the SHAPE America General Assembly as needed.
- c. Serve as a voting member of the Board of Directors.
- d. Serve as a member of the Governance and Nominating Committee for two years.

SECTION 7. It shall be the duty of the Secretary to:

- a. Keep the minutes of all meetings of the Board of Directors, and make a report at each meeting
- b. Ensure the official records of the Association are on file with the Executive Director.
- c. Serve as a voting member of the Board of Directors.
- d. Perform other duties as the President or Board of Directors may decree.
- e. Assume duties at the post-convention meeting of the Board of Directors following election.
- f. Serve as consultant to the new Secretary for one year, holding a position on the Board of Directors, without vote.

SECTION 8. It shall be the duty of the Treasurer to:

- a. Submit quarterly financial reports in collaboration with the Fiscal Agent or Executive Director at regular Executive Committee and Board of Directors Meetings.
- b. Submit a yearly financial statement to be published in *Future Focus*.
- c. Manage convention fiscal duties in collaboration with the Executive Director.
- d. Submit in collaboration with the Executive Director an annual tax filing to the Internal Revenue Service in keeping with the requirements of the corporation status regulations.
- e. Chair the Finance Committee.
- f. Monitor the Association's investments, as chair of the Finance Committee, according to the Investment Policy approved by the Board of Directors.
- g. Maintain in collaboration with the Fiscal Agent or Executive Director OAHPERD credit card activity.
- h. Convene the yearly Finance Committee meeting with the Fiscal Agent to present the ledger, cancelled checks, vouchers, checkbook and investments, and/or other data as requested by the Fiscal Review Committee.
- i. Keep the Board of Directors continuously informed of the necessity of maintaining and receiving funds that equal the minimum yearly disbursements to help insure the Association's continuation of a non-deficit budget year.
- j. Assure the Association's continuation in the event of a deficit budget by maintaining a reserve fund.
- k. Inform all structures of the Association of their responsibilities to report all fiscal transactions to the Fiscal Agent or Executive Director in keeping with corporate and IRS regulations.
- l. Approve expense vouchers and invoices/receipts as necessary for payment by the Fiscal Agent or Executive Director.
- m. Maintain a current listing of Information Regarding the Office of Treasurer.
- n. Perform other such duties as the President or Board of Directors may direct.

SECTION 9. It shall be the duty of the Executive Director to:

- a. Serve at the discretion of the Executive Committee and the Board of Directors provided the Association is satisfied with his/her performance. The management contract may be terminated at any time should the performance be deemed unsatisfactory.
- b. Serve as an ex-officio member of the Executive Committee, Board of Directors, Advocacy Committee, Social Media and Marketing Committee, Editorial Committee, and Convention Committee.
- c. Implement membership procedures and maintain membership records.
- d. Serve in the management role for the Association as described in the position description.
- e. Carry out any other duties related to the office as directed by the President, Executive Committee, or Board of Directors.

SECTION 10. It shall be the duty of the Chairs of Adult Development and Learning, Dance, Health Education, Higher Education, Physical Education, Recreation, Sport and Exercise Science, Whole Child, and Young Professionals Divisions hereafter referred to as the Divisions, to;

- a. Act as coordinating officers for the Divisions as indicated in Article V, Section 1.
- b. Serve as a voting representative to the Board of Directors as designated by division chairs
- c. Be responsible for each division's convention planning
- d. Serve as otherwise indicated in the Procedures Manual.

SECTION 11. It shall be the duty of the Vice Chair to:

- a. Meet with Division members;
- b. Serve as otherwise indicated in the Procedures Manual.

SECTION 12. It shall be the duty of the Future Focus Editor to:

- a. Assume responsibility for editing and distributing the official journal of the Association;
- b. Serve as chairperson for the Editorial Committee;
- c. Serve as a voting representative to the Board of Directors; designated by committee members
- d. Serve as otherwise indicated in the Procedures Manual.

SECTION 13. It shall be the duty of the Convention Chair to:

- a. Work with the Executive Director and the Convention Committee to plan and coordinate the Annual Convention
- b. Serve as a voting member of the Board of Directors for the year prior to their Annual Convention;
- c. Serve as otherwise indicated in the Procedures Manual

SECTION 14. It shall be the duty of the Advocacy Chair to:

- a. Disseminate information throughout the Association and to other allied partners throughout the State of Ohio concerning public policy pertinent to the OAHPERD membership and its purposes.
- b. Communicate effectively with students and faculty at colleges and universities regarding the agenda and mission of the Association.
- c. Make regular progress reports of the Committee's activities to the Board of Directors at the Annual Convention or other times as requested by the President.
- d. Submit articles as needed to the Editor of *Future Focus* to inform members of important and relevant information.

- e. Represent OAHPERD with affiliated organizations and allied partners in education, recreation, health, and dance.

SECTION 16. It shall be the duty of the Community Engagement Chair to:

- a. Promote the SHAPE America initiatives and Projects of OAHPERD;
- b. Assume responsibilities for conducting all matters which may reasonably be considered appropriate for coordinating SHAPE AMERICA fundraising projects and OAHPERD fundraising projects;
- c. Serve as a voting member of the Board of Directors;
- d. Serve as otherwise indicated in the Procedures Manual.

### **ARTICLE III- ELECTION AND APPOINTMENT OF OFFICERS**

The Association values and seeks to include Black, Indigenous, and people of color (BIPOC) and other underrepresented groups as officers.

SECTION 1. The President Elect, the Secretary, the Treasurer, and Division Chairs shall be elected by the Board of Directors at the transitional Board Meeting.

SECTION 2. The schedule of the elections shall be as follows:

- a. Election of President Elect shall occur during each even-numbered year;
- b. Election of Chair of the Physical Education, Dance, Recreation, Sport and Exercise Sciences, Higher Education and Divisions shall occur during each odd-numbered year;
- c. Election of Chair of the Adult Development and Learning, Health Education, Young Professionals, Whole Child Divisions shall occur during each even-numbered year;
- d. Election of the Student Chair shall occur annually
- e. Election of Secretary shall occur during each even-numbered year;
- f. Election of Treasurer shall occur during each odd-numbered year;

SECTION 3. The President Elect shall automatically succeed to the office of President upon completion of the President's term in office or serve in that capacity should the President be unable to complete the second year of their term.

SECTION 4. The outgoing President shall automatically succeed to the office of Immediate Past President for one year upon completion of their term of office as President.

SECTION 5. The term of office for the President, Treasurer, Secretary, and Division Chairs shall be two years.

SECTION 6. The Advocacy Chair, Awards Chair, Editorial Board Chair, Convention Chair, Community Engagement Chair, Finance Chair, Governance and Nominating Chair, Member Engagement and Social Justice Chair, Media and Marketing Chair, Past Presidents Chair, Ohio Department of Education Representative, Ohio Department of Health Representative, and Trustees shall be appointed by the President with the approval of the Board of Directors.

SECTION 7. The President Elect, Secretary, Treasurer, and the Division Chairs shall assume their position at the transitional Board of Directors meeting at the state convention.

SECTION 8. An elected officer of the Association may be removed from office by a two-thirds vote of the Board of Directors for failure to carry out the responsibilities of that office as prescribed by these bylaws. Such action should only take place following efforts to determine the reasons for failing to carry out the responsibilities and upon prior written notice of intended action. The President shall appoint a replacement with the approval of the Board of Directors.

SECTION 9. An appointed officer of the Association may be removed from office by a two-thirds vote of the Board of Directors for failure to carry out the responsibilities of that office as prescribed by these bylaws. Such action should only take place following efforts to determine the reason for failing to carry out the responsibilities and upon prior written notice of intended action. The President shall appoint a replacement with the approval of the Board of Directors.

#### **ARTICLE IV – BOARD OF DIRECTORS**

The Association values and seeks to include Black, Indigenous, and people of color (BIPOC) and other underrepresented groups on its Board of Directors.

SECTION 1. The members of the Board of Directors shall be the elected officers: President, President Elect (in second year of President’s term) or Immediate Past President (in first year of President’s term), Secretary, Treasurer, Division Liaisons (3), Convention Chair, Advocacy Chair, Awards Chair, Community Engagement Chair, Student Chair, Media and Marketing Chair, Editorial Chair, Member Engagement and Social Justice Chair, and Governance and Nominating Chair. In addition, the following positions are appointed: Ohio Department of Education and Ohio Department of Health Liaisons (voice, no vote), and Trustees (voice, no vote).

SECTION 2. It shall be the duty of the Board of Directors to suggest legislation; to put into effect rules, regulations, and mandates passed by the body; and to act for the membership between the annual meetings. The Board of Directors is responsible for all financial decisions.

SECTION 3. There shall be an Immediate Action Team within the Board of Directors. Its purpose is to make decisions for the Board of Directors when an urgent, time sensitive issue arises and there is not time for a full vote. The members of this team are as follows: President, Past President or President Elect, Treasurer, Secretary, one Trustee, and other Board Members when pertinent.

SECTION 4. The Board of Directors shall meet at the time of the annual state convention and three other quarterly meetings. A majority of the entire voting membership of the board shall constitute a quorum for association business.

SECTION 5. The Board of Directors shall adopt the annual budget and approve financial expenditures of the Association.

SECTION 6. Any vacancy occurring on the Board of Directors shall be filled by an appointment by the President with the approval of the Board of Directors with consideration of members who are BIPOC or from other underrepresented groups.

SECTION 7. In case of death or resignation of the Immediate Past President, the President shall request, in sequence, a Past President to carry out the duties of the office.



SECTION 8. Members of the Board of Directors may hold only one position and cast one vote. No proxy votes are permitted for Board of Directors meetings. Decisions of the board shall be determined by a majority vote.

SECTION 9. It shall be the duty of the Board of Directors to effect all changes on the Constitution, Bylaws, and Procedures Manuals; to elect the officers as provided for in Article III, Section 1 of the By-Laws; to initiate such business as it deems desirable; and to act on all Association legislation.

SECTION 10. Legislation may be initiated within the Board of Directors or by members of the Association as provided for in Article VIII of the bylaws.

SECTION 11. Special meetings of the Board of Directors may be called by the President with the approval of the Board of Directors or by a petition which is signed by at least 100 Association members.

### **ARTICLE V – DIVISIONS**

The Association values and seeks to include Black, Indigenous, and people of color (BIPOC) and other underrepresented groups as members of its divisions or committees.

SECTION 1. The following Divisions are recognized by the Board of Directors:

- a. Adult Development and Learning
  - a. Retirees
  - b. Aging and Adult Development
- b. Dance Division
  - a. Dance
  - b. Dance Performance
- c. Health Education Division
  - a. School Health Education
  - b. Community and Public Health
  - c. Professional Preparation
- d. Higher Education Division
  - a. Teacher Education
  - b. Research
- e. Physical Education Division
  - a. Elementary Physical Education
  - b. Secondary Physical Education
  - c. Adapted Physical Education
  - d. Aquatics
- f. Recreation Division
  - a. Outdoor and Adventure Education
  - b. Leisure Studies and Services
  - c. Recreation Sports
  - d. Fitness

- g. Sport and Exercise Science Division
  - a. Science of Coaching
  - b. Sports Administration and Management
  - c. Current Issues
- h. Young Professionals Division
- i. Whole Child Division

SECTION 2. The Convention Chair shall be the person responsible for coordinating for all Divisions' Convention Planning.

SECTION 3. Divisions may be created, reorganized, or eliminated at any time with the approval of the Board of Directors.

### **ARTICLE VI – CONVENTION AND MEETINGS**

SECTION 1. There shall be one annual convention of the Association at such time as determined by the members of the Convention Committee and approved by the Board of Directors. Other meetings of the Association may be called at the discretion of the Board of Directors.

SECTION 2. The dates and place of the annual convention of the Association shall be selected one year, and if possible, two or three years in advance of the Board at a regular meeting scheduled at any given convention.

SECTION 3. Members, including undergraduate or graduate students, shall pay Convention fees as determined by the Board of Directors.

### **ARTICLE VII – AMENDMENTS**

Amendments to the Constitution, Bylaws, and Procedures Manuals may be proposed by a Board member, or by members of the Association. In the latter case, twenty-five members in good standing must submit a written petition to the Board of Directors at the meeting of the outgoing board held during the convention. When proposed at times other than the annual outgoing Board meeting, proposed amendments will be deferred unless published in the official publication of the Association. Notice of proposed amendments shall be given to every member of the Board of Directors entitled to vote, no less than ten nor more than thirty days prior to the date of the meetings. An affirmative vote of two-thirds of the voting membership present at the Board meeting shall be necessary for the adoption of the proposed amendment or amendments. As the Board of Directors considers amendments, they should align with the Association's value of including Black, Indigenous, and people of color (BIPOC) and other underrepresented groups with an emphasis on social justice and equitable practices.

### **ARTICLE VIII – COMMITTEES**

The Association values and seeks to include Black, Indigenous, and people of color (BIPOC) and other underrepresented groups as members of its committees.

SECTION 1. The following committees shall be appointed by the President with the approval of the Board of Directors: Member Engagement & Social Justice; Community Engagement; Media & Marketing; Student; Awards; Editorial; Finance; Governance and Nominating; Advocacy; and Past President Advisory Committee.

SECTION 2. Each committee shall have a Chair who will serve two-year terms. Individuals can serve a maximum of two consecutive terms as Chair. Committee members must be OAHPERD members during their term on each committee.

SECTION 3. The Awards Committee shall be led by a Chair elected by the Board of Directors. The Chair shall be recommended by the Governance and Nominating Committee to the Board of Directors for appointment. The Committee Chair shall serve a two-year term of office with a maximum of two consecutive terms. Sub-committees shall include the memorial scholarship, Ohio gold and research grants and these committees will also have a two-year term with a maximum of two consecutive terms. If no OAHPERD member chooses to run for these committees, the President may appoint members to the committee

SECTION 4 The Editorial Board shall be led by an Editor to be appointed by the Board of Directors. Members of the Editorial Board shall be recommended by the Governance and Nominating Committee to the Board of Directors for appointment. Each member shall serve a three-year term of office with a maximum of two consecutive terms. If no OAHPERD member chooses to run for these committees the Editor, upon approval from the President, may appoint members to the committee.

SECTION 5. The Finance Committee is chaired by the Treasurer.

SECTION 6. The Governance and Nominating Committee shall be a committee. The Governance and Nominating Committee shall be Chaired by the immediate past president of the association for a two-year term. The chair will be a voting member of the Board of Directors.

SECTION 8. The Past Presidents' Advisory Committee shall be Chaired by the immediate past president and composed of all the Past Presidents who currently hold OAHPERD membership.

SECTION 9: The members of all other Committees shall be composed of those appointed by the President and approved by the Board of Directors consistent with the Procedures Manual.

### **ARTICLE IX- NOMINEES TO SHAPE AMERICA MIDWEST DISTRICT**

Nominees to SHAPE America Midwest District shall be the President, and either the President Elect or Past President Nominees to other Midwest District councils, committees, or appointments shall be OAHPERD members and include a consideration of members who are BIPOC or from other underrepresented groups. Nominees serving on Midwest District councils, committees, or appointments must be SHAPE America members.

## **ARTICLE X – AFFILIATED ORGANIZATIONS**

This Association values a focus on including Black, Indigenous, and people of color (BIPOC) and other underrepresented groups with an emphasis on social justice and equitable practices. Organizations seeking affiliation with the Association should hold similar values and actions.

SECTION 1. To become affiliated with the Association and organization shall petition the Board of Directors through the President or the Secretary at least thirty days prior to the meeting of the Board of Directors. The petition shall include the title, purpose, and officers of the organization; a copy of the Equity, Diversity, and Inclusion statement; a copy of the minutes of the last regular meeting; and the name of the organization representative approved for the Board of Directors, as provided in Section 2 of this Article. The Secretary shall send a copy of the petition to each member of the Board of Directors at least ten days before the date of said meeting.

SECTION 2. Each organization shall designate one representative to the Board of Directors. The representative shall be a member of the Association.

SECTION 3. The Board of Directors may accept or expel any organization by a two-thirds vote of the members at a regular authorized meeting or a two-thirds vote of the members of the Board replying, provided a quorum takes action. An organization may be expelled for violation of the Constitution and Bylaws of the Association.

## **ARTICLE XI – OAHPERD AFFILIATION**

The Association shall be an affiliation of the following: (a) SHAPE America; (b) SHAPE America Midwest District; (c) Ohio Education Association; and (d) Ohio High School Athletic Association; and any other organization consistent with the goals of the Association.

As an affiliate of the Ohio Education Association, the Ohio Association for Health, Physical Education, Recreation and Dance adheres to the Code of Ethics of the Education Profession.

## **ARTICLE XII – TRUSTEES AND FISCAL AGENT**

As dictated by the office of the Ohio Secretary of State, the names and addresses of three trustees and one Fiscal Agent must appear on the OAHPERD ARTICLES OF INCORPORATION.

SECTION 1. In the event of a vacancy, Trustees shall be appointed by the President with the approval of the Board of Directors. These persons shall have knowledge of Association procedures, policies, and organization. The Trustees shall be responsible for overseeing the existence and continuity of the Association.

In case of litigation, the Trustees and Fiscal Agent may be called upon to consult with the Immediate Action Team and/or Board of Directors.

The term of office shall be three-year terms repeatable to a maximum of three terms to ensure a constant contact for information and historical knowledge of OAHPERD. The term can be terminated by resignation.

Trustees shall serve in an advisory capacity at all Association meetings with voice, no vote.

SECTION 2. The Executive Director of the Association shall serve as its Fiscal Agent.

The fiscal Agent shall maintain secured storage for the purpose of preserving all records of Incorporation, IRS Tax Reports, fiscal records, and a current copy of the OAHPERD Constitution and Bylaws.

To comply with State Incorporation regulations, the Fiscal Agent's address and the address of the Incorporated Association shall be within the same county. This procedure assures the Association a point of contact between the Association and the office of the Ohio Secretary of State and the IRS office.

The Fiscal Agent shall serve in the capacity of advisor at all Association meetings with voice, no vote.

### **ARTICLE XIII- DISSOLUTION**

Following a year's notice, this Association can be dissolved with an affirmative vote of two-thirds of the membership calling for a meeting to determine dissolution.

In the event of dissolution, any and all assets of this Association shall be donated to another organization or institution to be used for the purpose set forth in Article II of the Constitution. The disbursement of funds and assets will be at the discretion of the Board of Directors. None of the assets of this Association shall revert to the individuals or to organizations comprising its membership, nor shall any donor be given preferential consideration in the disposition of assets.

### **ARTICLE XIV – RULES OF ORDER**

The most recent edition of Robert's Rules of Order, Newly Revised shall govern the parliamentary procedure of the Association.