

VIRGINIA ASSOCIATION FOR HEALTH, PHYSICAL EDUCATION,
RECREATION AND DANCE

2.0

Board of Directors Operating Code
Revised 4-2013

- I. NAME: Board of Directors
- II. PURPOSE:
 - A. The primary function of the Board of Directors is to facilitate and implement the Association's Strategic Plan.
 - B. To initiate and transact all business of VAHPERD except for functions specifically delegated to the Representative Assembly by the By-Laws of VAHPERD.
- III. ORGANIZATION:
 - A. The Board of Directors shall consist of the President, President-Elect, Past President, Vice Presidents, Vice Presidents-Elect, Past Vice Presidents, and the representative of the student section. The Executive Director and the Parliamentarian shall be non-voting members of the Board of Directors.
 - B. The President of VAHPERD shall act as Chair of the Board of Directors.
 - C. A simple majority present shall constitute a quorum for transacting routine business of the Board of Directors.
 - D. The Parliamentarian shall be appointed by the President to attend all meetings of the Board of Directors.
 - E. Board meetings are open to all Association members with the provision that the meeting can go into executive session if necessary.
- IV. RESPONSIBILITIES:
 - A. There shall be two meetings held during the annual convention (one within seventy-two hours following the election of officers), a winter, a spring and a Summer meeting of the Board of Directors at a time and place determined by the President; other meetings may be called by the President or held at the written request of the majority of the Board of Directors.
 - B. The Board shall solicit ideas and input from the Association members and share them at Board Meeting.
 - C. The Board of Directors at regular meetings shall receive, review, discuss, and take definitive action on all reports and motions submitted. The Executive Director shall provide all the motions considered at Board meetings to the Representative Assembly members for action as necessary.

- D. The Board of Directors shall be responsible for approval of the annual budget. The Board shall be responsible for commitments for contractual agreements, for investments of VAHPERD funds, and for approval of funding within the limits of unencumbered funds as specified in the Investment Policy.
- E. A mail or electronic vote may be initiated by the Board between regular Board meetings when deemed expedient for the welfare of VAHPERD. It shall be the responsibility of the Executive Director to conduct such mail voting as directed by the Executive Committee.
- F. The business of the Board shall be conducted in accordance with Robert's Rules of Order, latest edition.
- G. A record of proceedings of all meetings of the Board shall be maintained by the Executive Director and distributed to the Board of Directors and made available to the membership on the Web site.
- H. The Board shall monitor the expenses of all line items in the budget.
- I. The Board shall determine membership and convention fees at the spring meeting.

V. AMENDMENTS:

Operating codes may be changed by submitting a written proposal, including rationale, to the Executive Director. The Executive Director shall submit the proposal to the Board of Directors not less than fifteen (15) days in advance of a vote. The proposal shall be adopted by a majority vote of the Board of Directors.