

# Helena SHRM Chapter Bylaws

## ARTICLE 1 NAME AND AFFILIATION

The name of the Chapter is Helena Chapter of Society of Human Resource Management (herein referred to as the "Chapter"). To avoid potential confusion, the Chapter will refer to itself as Helena SHRM and not as SHRM or the Society for Human Resource Management.

The Chapter is affiliated with the Society for Human Resource Management (herein referred to as "SHRM").

The Chapter is a separate legal entity from SHRM. It shall not be deemed to be an agency or instrumentality of SHRM or of a State Council, and SHRM shall not be deemed to be an agency or instrumentality of the Chapter. The Chapter shall not hold itself out to the public as an agent of SHRM without express written consent of SHRM. The Chapter shall not contract in the name of SHRM without the express written consent of SHRM.

## ARTICLE 2 MISSION AND PURPOSE

*Mission:* Helena SHRM builds partnerships and provides a community to local human resource professionals, business professionals and academic institutions by providing training and leadership to increase awareness in the area of Human Resource management.

*Purpose:* The purposes of this Chapter, as a non-profit organization, are:

- to provide a forum for the personal and professional development of our members;
- to provide an opportunity to develop leadership, managerial, public speaking and group decision-making skills;
- to provide an arena for the development of trust relationships where common problems can be discussed and deliberated;
- to provide an opportunity to focus on current human resource management issues of importance to our members;
- to provide a focus for legislative attention to state and national human resource management issues; vi. to provide valuable information gathering and dissemination channels;
- to provide a pool of human resource management leaders for perpetuation of the Chapter and of SHRM;
- to serve as an important vehicle for introducing human resource management professionals to SHRM;
- to serve as a source of new members for SHRM; and
- to serve as part of the two-way channel of communications between SHRM and the individual members.

The Chapter supports the purposes of SHRM, which are to promote the use of sound and ethical human resource management practices in the profession and:

- to be a recognized world leader in human resource management;
- to provide high-quality, dynamic and responsive programs and service to our customers with interests in human resource management;
- to be the voice of the profession on human resource management issues;

- to facilitate the development and guide the direction of the human resource profession; and
- to establish, monitor and update standards for the profession.

### **ARTICLE 3 FISCAL YEAR**

The fiscal year of the Chapter shall be the calendar year.

### **ARTICLE 4 MEMBERSHIP**

To achieve the mission of the Chapter there shall be no discrimination in individual memberships because of race, religion, sex, age, national origin, disability, veteran's status, or any other legally protected class.

Application for membership shall be on the Chapter application form. Applications will be reviewed by the Membership Chair and either approved or denied based on the qualifications outlined in this section. Challenges to Membership Chair decisions will be brought to the Board of Directors for review and final resolution.

New members shall be afforded full membership rights from the date of application approval by the Membership Chair for a twelve month period.

Membership in the Chapter is neither transferable nor assignable.

Membership in the Chapter is held in the individual's name, not an organization with which the member is affiliated.

*Individual Members:* Membership shall be open to (a) those individuals actively engaged in human resources management or technical support work, who devote a significant amount of their time to personnel, human resources or labor relations functions and responsibilities; (b) faculty members in business administration, with responsibility for personnel, human resources or labor relations specialization at an accredited college or university; (c) full-time consultants in the field of human resources management; (d) individuals who demonstrate a bona fide interest in human resource management and the mission of the Chapter.

Individual members in good standing may vote and hold office in the Chapter

*Student Members:* Individuals who are actively enrolled in a business oriented curriculum with an emphasis in human resources at the college or university level. Student members must indicate that they are a college student taking the equivalent of at least six (6) credit hours per term in a degree-seeking program and their coursework, taken or planned, must support a demonstrated interest in the field of human resource management.

Student members in good standing may vote and hold office in the Chapter.

Each member of the Chapter shall have the right to cast one vote on each matter brought before a vote of the members. Votes shall be tallied by an Ad Hoc Committee appointed by the Board of Directors.

*Dues:* Annual membership dues shall be established for the next year by the Board of Directors prior to the mailing or electronic transmission of renewal notices.

## **ARTICLE 5 MEMBER MEETINGS**

*Regular Meetings:* Regular meetings of the members shall be determined by the Board of Directors.

*Annual Meeting:* The annual meeting of the members for electing Directors and Officers, and conducting other appropriate business shall be determined by the Board of Directors.

*Special Meetings.* Special meetings of members shall be held on call of the President, the Board of Directors or by members having one-twentieth of the votes entitled to be cast at such meeting.

*Notice of Meetings:* Notice of regular meetings, special meetings and annual meetings shall be given to all members at least seven calendar days prior to the meeting date.

*Quorum:* Members holding one-tenth of the votes entitled to be cast shall constitute a quorum. The vote of a majority of the members present at any meeting at which there is a quorum, either in person, by phone or other electronic means, shall be necessary for the adoption of any matter voted on by the members.

## **ARTICLE 6 BOARD OF DIRECTORS**

*Power and Duties:* The Board of Directors (also referred to as the "Board") shall manage and control the property, business and affairs of the Chapter and in general exercise all powers of the Chapter.

*Officers:* The following shall be members of the Board of Directors and shall be Officers of the Chapter: President, President-Elect, Membership Chair, Treasurer, and Secretary.

*Composition of the Board of Directors:* Along with the Officers listed above, the Board of Directors shall also include Core Leadership Area Directors including: SHRM Foundation Director, Diversity Director, Workforce Readiness Advocate, College Relations Chair, Legislative Representative, Communications Director, Web Master, Hospitality Director, Programs Chair, Certification Chair and Past-President.

These shall constitute the governing body of the Chapter. Additional Core Leadership Area Directors shall be nominated by the President and elected from among the eligible membership as members of the Board of Directors, should new Core Leadership Areas be established by SHRM.

*Qualifications:* All candidates for the Board of Directors must be members of the chapter in good standing at the time of nomination or appointment and for their complete term of office. Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office.

*Election - Term of Office:* The President shall present, at the annual meeting of the membership, a slate of Directors for the new year, which has been developed and approved by the board. Officers and Directors shall be elected by the members at the annual meeting of the membership from the proposed slate.

*Membership Director:* The Membership Director shall serve as chair of the Membership Committee. He/she shall encourage Chapter and SHRM membership growth and shall maintain the official membership roster of the Chapter. He/she shall have such other powers and perform such other duties as the President may determine.

*Treasurer:* The Treasurer shall be responsible for the financial affairs of the Chapter in conjunction with the President, including all required filings. These responsibilities shall include financial reports to the Board and coordinating arrangements for the annual examination audit of the accounts as may be required by the Board. He/she shall be responsible for membership billing. He/she shall also perform such other duties as the President may determine.

*Secretary:* The Secretary shall be responsible for recording the minutes of all meetings of the Helena SHRM Chapter and making them available to the board and membership.

*Core Leadership Area (CLA) Directors:* Core Leadership Area Directors shall have such powers and perform such liaison duties as the Board or the President may determine. The responsibility includes awareness sessions and initiatives in the particular CLA as determined by the President and the Board. He/she shall have the authority to implement the activities associated with the CLA for the year.

## **ARTICLE 8 COMMITTEES**

*Committees:* Appointment of committees is the sole responsibility of the President. The President and Board will seek interested members to participate in committee activities. Special committees or task forces may be organized by the President to meet the needs of the Chapter.

## **ARTICLE 9 ELECTRONIC VOTING**

Mail or electronic ballots can be used for the election of Directors provided the Chapter has had at least one in-person meeting that year.

## **ARTICLE 10 STATEMENT OF ETHICS**

The Chapter adopts SHRM's Code of Ethical and Professional Standards in Human Resource Management for members of the Association in order to promote and maintain the highest standards among our members. Each member shall honor, respect and support the purposes of this Chapter and of SHRM.

The Chapter shall not be represented as advocating or endorsing any issue unless approved by the Board of Directors. No member shall actively solicit business from any other member at Chapter meetings without the approval from the Board of Directors.

## **ARTICLE 11 AMENDMENT OF BYLAWS**

The Bylaws may be amended by a majority vote of the members present at any meeting at which a quorum exists and in which required notice has been met, provided that no such amendment shall be effective unless and until approved by the SHRM President/CEO or his/her designee as being in

furtherance of the purposes of SHRM and not in conflict with SHRM bylaws. Any motion to amend the bylaws shall clearly state that it is not effective unless and until approved by the SHRM President/CEO or his/her designee.

**ARTICLE 12  
CHAPTER DISSOLUTION**

In the event of the chapter's dissolution, the remaining monies in the Treasury, after chapter expenses have been paid, will be contributed to the SHRM Foundation.

**ARTICLE 13  
WITHDRAWAL OF AFFILIATED CHAPTER STATUS**

Affiliated chapter status may be withdrawn by the President of SHRM or his/her designee as a representative of the SHRM Board of Directors upon finding that the activities of the Chapter are inconsistent with or contrary to the best interests of SHRM.

Prior to withdrawal of such status, the Chapter shall have an opportunity to review a written statement of the reasons for such proposed withdrawal and an opportunity to provide the SHRM Board of Directors with a written response to such a proposal within a thirty (30) day period.

In addition, when the Chapter fails to maintain the required affiliation standards as set forth by the SHRM Board of Directors, it is subject to immediate disaffiliation by SHRM.

After withdrawal of Chapter status, the SHRM Board of Directors may cause a new Chapter to be created, or, with the consent of the President of SHRM and the consent of the body which has had Chapter status withdrawn, may re-confer Chapter status upon such body.

**ARTICLE 14  
TERMS USED**

As used in these Bylaws, feminine or neuter pronouns shall be substituted for those of the masculine form, and the plurals shall be substituted for the singular number in any place where the context may require such substitution or substitutions.

Ratified by the Board of Directors of Chapter and signed by:

Chapter President *Paul Hute*

Date *6/2/15*

Approved by:

SHRM President/CEO or President/CEO Designee *Theresa CODR*

Date *5/19/15*

Note\* These revised bylaws are not effective until approved and signed by SHRM CEO or designee.