

Livingston Area Human Resources Association

Chapter Bylaws

Article I.....Name and Affiliation

Section 1: Name. The name of the Chapter is Livingston Area Human Resources Association (LAHRA) (herein referred to as the "Chapter").

Section 2: Affiliation. The Chapter is affiliated with the Society for Human Resource Management (herein referred to as "SHRM").

Section 3: Relationships. 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 II.....Purpose

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

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

- a. to be a recognized world leader in human resource management;
- b. to provide high-quality, dynamic and responsive programs and service to our customers with interests in human resource management;
- c. to be the voice of the profession on human resource management issues;
- d. to facilitate the development and guide the direction of the human resource profession; and
- e. to establish, monitor and update standards for the profession.

Article III.....Membership

Section 1: Qualifications for Membership. The qualifications for membership in the Chapter shall be as stated in Sections 2, 3, 4 and 5 of this Article. To achieve the mission of the Chapter there shall be no discrimination in individual memberships because of race, gender, religion, age, color, national origin, disability, sexual orientation, or any other class protected by federal or State of Michigan law. *Professional, Associate, and Student Memberships are individual and are not transferable to other individuals.*

Section 2. Professional Members. Membership shall be limited to those individuals who are (a) engaged in the profession of human resource management or are currently in transition between such assignments; (b) certified by the Human Resource Certification Institute and/or the Society for Human Resource Management; (c) faculty members holding an assistant, associate or full professor rank in human resource management or any of its specialized functions at an accredited college or university; (d) full-time consultants with at least three years' experience in the field of human resource management; (e) full-time attorneys with at least three years' experience in counseling and advising clients on matters relating to the human resource profession; or (f) an executive, manager or administrator who, among other areas of responsibility, has responsibility for the Human Resources functions for their organization. Professional members may vote and hold office in the chapter.

Section 3. Associate Members. Associate members may include individuals who do not meet the professional member category, but who demonstrate a bona fide interest in human resource management and the mission of the Chapter. Associate members may vote and hold office in the Chapter.

Section 4. Student Members. Student members are individuals who are enrolled as full time students in human resources degree programs at the college or university level. Student members may vote but may not hold office in the Chapter. Student members can be active members of the Board of Directors, with student representation on the board limited to one member during any given program year.

Section 5. Colleges/Universities. A college or university may obtain a group membership that would permit any of their students to attend program

meetings at the member rate. One representative of the college or university group must be the member of record and complete a membership application. The member of record may vote and hold office.

Section 6. Application for Membership. Application for membership shall be on the chapter application form. All applications shall be reviewed and approved by the Membership Chair. New members shall be afforded full membership rights from the date of application approval and payment.

Section 7. Voting. Each Professional member, Associate member, Student member and College/University member of record 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.

Section 8. Dues. Annual membership dues shall be established for the next year by the Board of Directors prior to the sending of renewal notices. All memberships expire on December 31.

Article IV.....Meetings of Members

Section 1. Regular Meetings. Regular meetings of the members shall be held monthly or as otherwise determined by the Board of Directors.

Section 2. Annual Meetings. The annual meeting of the members for electing directors and officers and conducting other appropriate business shall be held in November or at such other time determined by the Board of Directors.

Section 3. Special Meetings. Special meetings of members shall be held on call of the President or the Board of Directors for any purpose or purposes.

Section 4. Notice of Meetings. Notice of all special and annual meetings shall be given to all members at least ten days prior to the meetings. Notice of regular meetings shall be given to all members at least seven days prior to the meeting.

Section 5. Quorum. Members holding one-tenth of the votes entitled to be cast, represented in person or by proxy, shall constitute a quorum. The vote of the majority of the members present or represented by proxy at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted on by the members.

Section 6. Fiscal Year. The fiscal year of the Chapter shall be January 1 – December 31 as of January 1, 2012.

Article V.....Board of Directors

Section 1. Number. The Board of Directors shall consist of 8 persons. The following shall be members of the Board of Directors: President, President-Elect, Treasurer, Secretary, Membership Chair, Communications Chair, Programs Chair and Past President. The President, President-Elect, Secretary and Treasurer are considered Officers of the Chapter.

Section 2. Qualification. All candidates for the Board of Directors must be Professional members, Associate members, College/University members, or Student members of record of the Chapter in good standing at the time of nomination or appointment. Per SHRM Bylaws, the President must be a current member in good standing with SHRM.

Section 3. Election - Term of Office. Directors shall be elected by the members from the proposed slate presented by the nominating committee at the annual meeting of the membership. The nominating committee will be appointed by the Board of Directors. Each elected Director shall assume office on January 1 following his/her election.

A Director's term on the Board is two years. A Director may change roles in a subsequent program year during his/her term. A Director may be re-elected to the board for up to three consecutive two-year terms. After six consecutive years on the board, the Director may not be re-elected to the Board for at least one year.

Section 4. Vacancies. Any vacancy in the Board may be filled for the unexpired term by the President with consent by the Board of Directors.

Section 5. Quorum. A simple majority of the total Board of Directors shall constitute a quorum for the transaction of business. The act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors. Provided that at least a quorum is active in the voting process, the Board of Directors can transact business via electronic meetings and/or email voting.

Section 6. Board of Directors' Responsibilities. The Board of Directors shall transact all business of the Chapter except as prescribed otherwise in the Article of Incorporation or Bylaws. A professional or associate member in good standing may request the President to place on the agenda of the next regular meeting any action taken by the Board of Directors.

Section 7. Removal of Director and Officer. Any director or officer may be removed from office, with cause, upon an affirmative vote of two-thirds of the entire Board of Directors at a duly constituted Board of Directors meeting. If an Officer or Director is absent for two regularly scheduled board

meetings, the Board must vote to either remove or confirm the active status of the board member.

Article VI.....Duties and Responsibilities

Section 1. The President. The President shall preside at the meetings of the members and of the Board. He/she shall direct the Chapter and have charge and supervision of the affairs and business of the Chapter. He/she shall maintain liaison and be a current member in good standing with SHRM. He/she will oversee compliance with and submit the SHAPE Year-End report.

Section 2. The President Elect. The President Elect, at the request of the President, or in his/her absence or disability, may perform any of the duties of the President. He/she will assume responsibility for chapter accomplishment in one or more Leadership Areas, such as diversity, workforce readiness, SHRM Foundation, etc. The chapter requires the President Elect to be a current member in good standing with SHRM.

Section 3. The Program Chair. The Program Chair shall serve as chair of the Program Committee. He/she will oversee the planning of any programs conducted at regular meetings of the members, and also any workshops, seminars or social functions sponsored by the Chapter. He/she shall have the authority to appoint sub-committees to plan and implement the activities associated with the program year. The chapter requires the Program Chair to be a current member in good standing with SHRM.

Section 4. The Membership Chair. The Membership Chair shall serve as Chair of the Membership Committee. He/she shall encourage 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. The chapter requires the Membership Chair to be a current member in good standing with SHRM.

Section 5. The Treasurer. The Treasurer shall be responsible for the financial affairs of the Chapter. These responsibilities shall include financial reports to the Board and 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. The chapter requires the Treasurer to be a current member in good standing with SHRM.

Section 6. The Communications Chair. The Communications Chair shall be responsible for chapter public relations and coordinating the activities related to the Chapter's newsletter and website. The chapter requires the Communications Chair to be a current member in good standing with SHRM.

Section 7: The Secretary. The Secretary shall be responsible for recording the minutes of all meetings of the Chapter, making members aware of such

meetings, and shall be responsible for coordinating all meeting registration. The chapter requires the Secretary to be a current member in good standing with SHRM.

Section 8: Past President. The Past President shall serve as an advisor to the President, and fulfill such duties as requested by the President and/or Board of Directors. He/she will assume responsibility for chapter accomplishment in one or more Leadership Areas, such as diversity, workforce readiness, SHRM Foundation, etc. The chapter requires the Past President to be a current member in good standing of SHRM.

Article VII.....Committees

Section 1. Committee Organization. Appointments of Chairpersons to committees not chaired by board members is the sole responsibility of the President. The Chairperson and the President will seek interested members to participate in committee activities. Special Committees or task forces may be organized by the President to meet particular Chapter needs.

Section 2. Committee Activity. Committees are established to support the Board and provide the Chapter with special ongoing services such as Programs, Membership Communications, Legislative Affairs, Professional Development, Student Chapter Affairs, Public Relations, etc.

Article VIII.....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 an organization decided upon by the Board of Directors at the time of dissolution (e.g. the SHRM Foundation, a local student chapter, the state council, an HR degree program, or other such organization or charity).

Article IX.....Statement of Ethics

The Chapter adopts SHRM's Code of Ethical Standards for the HR Profession for members of the Association in order to promote and maintain the highest standards among its members. Each member shall honor, respect and support the purpose of this Chapter and 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 or through the use of information provided to him/her as a member of the Chapter without the approval from the Board of Directors.

Article X.....Amendment of Constitution and Bylaws

All Bylaws amendments must be pre-approved by SHRM before they are official for the chapter. Any and all bylaws updates or changes must be sent to SHRM before a membership vote.

Article XI.....Withdrawal of Affiliated Chapter Status

Affiliated chapter status may be withdrawn by the President/CEO 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/CEO of SHRM and the consent of the body which has had Chapter status withdrawn, may re-confer Chapter status upon such body.

Ratified by the Membership of Chapter and signed by:

Chapter President _____ Date _____

Approved by:

SHRM President/CEO or President/CEO Designee



Date 4/14/15

Date of Revision: _____, 2015