



HOWARD COUNTY HUMAN RESOURCES SOCIETY CHAPTER BYLAWS

ARTICLE 1 NAME AND AFFILIATION

Section 1.1 Name

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

Section 1.2 Affiliation

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

Section 1.3 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 2 CHAPTER PURPOSE

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

1. Facilitate the development and influence the direction of the local area human resource profession while promoting the highest standards of ethical conduct.
2. Provide high quality, dynamic, responsive and informative programs and services that address current and future human resource challenges.
3. Be a professional voice in Howard County regarding human resource management for all human resource professionals, students of human resources, and business owners without a human resources presence.
4. Provide an opportunity to meet, share and exchange ideas and practices.
5. Interact with other human resource professionals on a local level at a convenient time/location.
6. Promote and enhance employment opportunities and candidate availability for businesses in Howard County.
7. Promote the personal and professional development of current and future human resource professionals.
8. Be a resource to human resource professionals by gathering and disseminating valuable human resource related information through the network.
9. Be informed on State and Federal legislative activity as it relates to human resource management issues.
10. Support the national SHRM and its efforts to establish, monitor and update standards for the profession.



11. To provide a pool of human resource management leaders for perpetuation of the Chapter and of SHRM.
12. To serve as an important vehicle for introducing human resource management professionals to SHRM.
13. To serve as a source of new members for SHRM.
14. 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:

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

ARTICLE 3 FISCAL YEAR

The fiscal year of the Chapter is the calendar year.

ARTICLE 4 MEMBERSHIP

Section 4.1 Qualifications for Membership

The qualifications for membership in HoCoHRS shall be as stated in Sections 4.3, 4.4, 4.5 and 4.6 of this Article. To achieve the mission of the Chapter there shall be no discrimination in individual memberships because of race, religion, sex, age, national origin, disability, sexual orientation, veteran's status or any other legally protected class.

Section 4.2 Non-transferability of Membership

Membership in the Chapter is neither transferable nor assignable.

Section 4.3 Individual Membership

Memberships in the Chapter are Individual and held in the individual member's name only; not an organization with which the member is affiliated.

Section 4.4 Professional Members

Professional Membership shall be limited to those individuals who are engaged as one or more of the following:

- a. Practitioners of human resources management at the exempt level for at least three years.
- b. Faculty members holding an assistant, associate or full professor rank in human resources management or any of its specialized functions at an accredited college or university and who possess at least three years of experience at this level of teaching.
- c. Full-time consultants with at least three years experience in the field of human resources management.
- d. Individuals certified by the Human Resource Certification Institute.
- e. Full-time attorneys with at least three years experience in counseling and advising clients on matters relating to the human resource profession.

Note: All professional members may vote and hold office in the Chapter.

Section 4.5 Associate Members

Individuals in non-exempt human resource management positions as well as those individuals who do not meet the qualifications of the other classes of membership, but who demonstrate a bona fide interest in human resource management and the mission of the Chapter.

Note: All Associate members may vote and hold office in the Chapter.

Section 4.6 Student Members

Student Memberships shall be limited to those individuals who are enrolled in a degree-seeking program taking at least six (6) credit hours per semester, or during a 15 week equivalency, and the individual's coursework, taken or planned, supports an interest in Human Resource Management or related degree program. Student membership is limited to a maximum of six years, non-consecutive. Students who are in established, professional roles may retain their current membership status. Existing professional members are not eligible to downgrade to student membership.

Section 4.7 Application for Membership

Application for membership shall be on the HoCoHRS application form. All applications shall be reviewed and approved by the Vice President of Membership. The HoCoHRS Board of Directors shall afford new members full membership rights from the date of application approval by the Vice President of Membership.

Section 4.8 Voting

Each Professional and Associate member of the Chapter shall have the right to cast one vote on each matter brought before a vote of the members. Student Members are not eligible to vote. Votes shall be judged by the Board member(s) bringing the issue to the membership for vote, or by an Ad Hoc Committee if so appointed by the Board.



Section 4.9 Dues

Annual membership dues shall be established for the next year by the Board of Directors prior to the mailing of renewal notices.

**ARTICLE 5
MEMBER MEETINGS**

Section 5.1 Regular Meetings

Regular meetings of the members shall be held on the third Thursday of each month or as otherwise determined by the Board of Directors.

Section 5.2 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 5.3 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.

Section 5.4 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 5.5 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 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.

**ARTICLE 6
BOARD OF DIRECTORS**

Section 6.1 Power and Duties

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

Section 6.2 Officers



The following shall be members of the Board of Directors and be Officers of the Chapter: President, President-Elect, Vice President of Membership, Treasurer, and Secretary. Officers shall be elected from among the eligible membership as members of the Board of Directors.

Section 6.3 Composition of the Board

Along with the Officers listed in Section 6.2 of this Article, the Board of Directors shall also include up to fourteen additional members, including the Past President, Committee Chairs and three general Board members, who shall be elected from among the eligible membership as members of the Board of Directors. Additionally, all past Presidents upon completion of their immediate Past President position are granted ex-officio membership on the Board of Directors and may attend all Board meetings. Ex-officio board members have no voting rights.

Section 6.4 Qualifications

All candidates for the Board of Directors must be Professional or Associate 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.

Section 6.5 Election—Term of Office

Officers and Directors shall be elected, by the members, at the annual meeting of the membership from the proposed slate of the nominating committee appointed by the Board of Directors at the beginning of each election year. Each elected Officer or Director shall assume office on January 1 following his/her election and shall hold office for two (2) years or until his/her successor is elected and takes office. Any Officer or Director who is elected to a successive term shall hold office for one (1) year or until his/her successor is elected and takes office. Officers and Directors may not be elected to serve more than two (2) consecutive terms in the same position, for a term limit of three (3) years.

Section 6.6 Vacancies

Any vacancy on the Board may be filled, for the unexpired term, by appointment of the President with consent of the Board of Directors.

Section 6.7 Voting and 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 Board of Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors. In addition, the Board may act by unanimous written consent of all voting members.

Section 6.8 Board of Directors' Responsibilities

The Board of Directors shall transact all business of the Chapter except as prescribed otherwise in the Bylaws. A Professional Member in good standing may request the President to place on the agenda of the next regular Board meeting any action for consideration by the Board of Directors.

Section 6.9 Removal of Director and Officer



Any Director or Officer may be removed from office, with or without cause, upon affirmative vote of two-thirds of the entire Board of Directors at a duly constituted Board of Directors meeting. Grounds for cause, include, but are not limited to: failure to effectively perform the functions of the position; poor attendance; improperly using the office for personal gain; inappropriate behavior toward other members; or other impropriety or violation of the Bylaws.

ARTICLE 7 DUTIES AND RESPONSIBILITIES

The responsibilities of each member of the Board of Directors shall be as outlined in the position descriptions maintained by the Secretary and distributed to the Chapter Board. The position descriptions are subject to change as deemed necessary by the President and/or the Chapter Board.

Section 7.1 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, subject to the ultimate management authority of the Board of Directors. He/she shall maintain liaison and be a current member in good standing with SHRM throughout the duration of his/her term of office.

Section 7.2 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 shall have such other powers and perform such other liaison duties as the Board or the President may determine. HoCoHRS requires the President-Elect to be a current member in good standing with SHRM.

Section 7.3 The Vice President of Membership

The Vice President of Membership 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. HoCoHRS requires the Vice President for Membership to be a current member in good standing with SHRM.

Section 7.4 The Treasurer

The Treasurer shall be responsible for the financial affairs of HoCoHRS. These responsibilities shall include: the use of standard accounting practices, recordkeeping, and bookkeeping practices; submission of monthly financial reports to the Board; preparation of all required tax filings; ensuring maintenance of Chapter Insurance Plans; and coordinating arrangements for an annual examination audit of the accounts as may be required by the Board.. He/she shall be responsible for all billing including membership billing. He/she shall also perform such other duties as the President may determine. HoCoHRS requires the Treasurer to be a current member in good standing with SHRM.

Section 7.5 The Secretary

The Secretary shall be responsible for recording the minutes of all meetings of the HoCoHRS chapter, shall be responsible for making all members aware of such meetings, and shall be responsible for coordinating



the activities related to the Chapter's newsletter. HoCoHRS requires the Secretary to be a current member in good standing with SHRM.

Section 7.6 The Immediate Past President

The Immediate Past President shall serve as an advisor to the President, and fulfill such duties as requested by the President and/or Board of Directors. The Past President must be a current member in good standing with SHRM.

ARTICLE 8 COMMITTEES

Section 8.1 Committees

The establishment of both standing and ad-hoc committees shall be the right of the Board of Directors.

Section 8.2 Committee Organization

The Board of Directors members shall seek interested members to participate in committee activities. Special Committees or task forces may be organized by the President to meet particular Chapter needs and are established by resolution of the Board of Directors.

Section 8.3 Committee Chairpersons

Appointment of Chairpersons to committees 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 8.4 Committee Activity

Committees are established to provide the Chapter with special ongoing services such as College Relations, Communications, Diversity, Legislative Affairs, Membership, Nominations/Recruiting, Professional and Workplace Development, Programs, Public Relations and Communications, etc.

ARTICLE 9 STATEMENT OF ETHICS

The Chapter adopts SHRM's Code of Ethical and Professional Standards in Human Resources Management for members of the Chapter 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 approval from the Board of Directors.

ARTICLE 10 PARLIAMENTARY PROCEDURE

Meetings of the Chapter shall be governed by the rules contained in Robert's Rules of Order (newly revised) in all cases to which they are applicable and in which they are consistent with the Laws and Bylaws of the Chapter.

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 the 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/CEO of SHRM or his/her designee as 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.



**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.

Note: It is hereby acknowledged by the Chapter that these Bylaws are not effective until approved and signed by SHRM CEO of designee.

Approved by:

 _____
SHRM President/CEO or designee

8/9/16
Date

Ratified by the Membership of Chapter and signed by:

Chapter President Date