

# THE SOCIETY FOR HUMAN RESOURCE MANAGEMENT (SHRM) SOUTHEAST IDAHO CHAPTER

## BYLAWS

Reviewed May 5, 2023

### Article I Name and Affiliation

- 1.1 Name. The name of the Chapter is the Society of Human Resource Management – Southeast Idaho Chapter. To avoid potential confusion, the Chapter will refer to itself as the Southeast Idaho Chapter of SHRM and not as SHRM or the Society for Human Resource Management.
- 1.2 Affiliation. The Chapter is affiliated with the Society for Human Resource Management (herein referred to as SHRM).
- 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.
- 1.4 Branding. Domain use, Logo, Use of SHRM resources & brand, requirement of using “Affiliate of SHRM” logo. The Chapter agrees to follow SHRM Guidelines and be consistent with SHRM in its use of any/all electronic, printed, verbal, and all other types of media including but not limited to SHRM logos, resources, branding and branding requirements, affiliate of logo, and all others.
- 1.5 Service Area. The service area (zip code ranges) for the chapter is listed in the Chapter Charter (“affiliation agreement”) and subsequent addendums, as appropriate. The service areas reference where the chapter is allowed to overtly solicit for members and event activity. Chapters may only hold events within their service area unless expressly granted by SHRM.
- 1.6 Affiliate Additions. Should the Chapter desire to start a new chapter, sub-chapter, or add a Member Service Area (“MSA”), while affiliated with SHRM, the Chapter is required to have the expressed written consent of SHRM’s CEO/President or designee, which includes the approval of all governing documents associated these organizations.
- 1.7 Modifications. Should the Chapter wish to request a modification to the service area, request consideration to become a Member Service Area (“MSA”) or have another currently affiliated chapter become an MSA of the Chapter, the Chapter is required to obtain approval from SHRM.

### Article II Purpose

As the premier HR organization in Southeast Idaho, we are committed to advancing the capabilities of our HR professionals. We provide value to our members by offering developmental opportunities and a common forum to network, share ideas, and experiences that promote the learning process.

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;
- 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 III Fiscal Year**

Fiscal year is from January 1<sup>st</sup> to December 31<sup>st</sup> each year.

### **Article IV Membership**

- 4.1 Qualifications for Membership. The qualifications for membership in the Southeast Idaho SHRM shall be as stated in 2, 3, and 4 of this Article. SEI SHRM does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members, volunteers, vendors, and clients
- 4.2 Application for Membership. Application for membership shall be on the Southeast Idaho SHRM application form. All applications shall be reviewed by Membership Director and are subject to the review by the Board of Directors. New members shall be afforded full membership rights from the date of application approval.
- 4.3 Voting. Each Professional member of the Chapter shall have the right to cast one vote on each matter brought before a vote of the members.
- 4.4 Dues. Annual membership dues shall be established for the next year by the Board of Directors prior to the emailing of renewal notices.

### **Article V Meetings of Members**

- 5.1 Meeting date. Regular meetings of the members shall be held monthly on the third Thursday of each month with the exception of June, July and August of which are optional months for meetings or as otherwise determined by the Board of Directors. Additional meetings may be held at the discretion of the Board of Directors.
- 5.2 Yearly Conference. Yearly Conference will be held annually as determined by the Board of Directors.

- 5.3 Election of Officers. The annual meeting of the members for electing Officers and Directors and conducting other business shall be combined with the regular meeting in November or at such other time as determined by the Board of Directors.
- 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 meetings. The Board of Directors may call special meetings.
- 5.5 Fee for Luncheons/Other Chapter meetings. Meeting fees are determined annually by the Board of Directors. No-show, cancellation policies and other operational procedures are set by the Board of Directors based on the needs of the chapter.
- 5.6 Transaction of Business. The majority of quorum must be present to have a vote or to transact business. See Article 5.6 for explanation of what constitutes a quorum.

## **Article VIV Board of Directors**

- 6.1 Officers Titles. The Board of Directors shall consist of six elected persons. The following shall be members of the Board of Directors and be officers of the chapter. President, President-Elect/Vice President, Membership, Treasurer and Secretary. The sixth Board member shall be the Past President.
- 6.2 Qualifications. Since the chapter is a 100% Affiliated chapter, all chapter members are required to be members in good standing of SHRM and of the chapter at all times. The Certification Director: if the role is applicable, is required to be SHRM certified or in process of achieving SHRM certification.
- 6.3 Attendance. The Board of Directors shall attend 50% (fifty percent) of all schedule Southeast Idaho SHRM meetings and activities. If a Director fails to meet attendance requirements, they may be removed from the Board of Directors.
- 6.4 Election – Term of Office. Directors shall be elected by the members at a designated annual meeting of the membership for the proposed slate of volunteers and nominees. Each elected Director shall assume office on January 1 following his/her election. Term for President shall be 2 years and all other Directors shall hold office of one year or until his/her successor is elected and takes office. The treasurer may succeed himself/herself no more than once unless approved by newly elected President.
- 6.5 Vacancies. Any vacancy in the Board may be filled for the unexpired term by the President with consent by the Board of Directors.
- 6.6 Quorum. A simple majority of the 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.
- 6.7 Agenda. The Board of Directors shall transact all business of the Chapter except as prescribed otherwise in the Article of incorporation or Bylaws. A General 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.
- 6.8 Removal of Director. Concerns should be made in writing in form of a petition to Board of Directors. Each Director shall be given copy of complaint including the Director in question. Meeting should be called with at least 7 days prior notice. The Director in question shall have chance to defend himself/herself.

## **Article VII Duties and Responsibilities**

- 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 Southeast Idaho SHRM. He/she shall maintain liaison and be a current member in good standing with SHRM.
- 7.2 The President-Elect/Vice President. 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. He/she shall also serve as the Vice President.
- 7.3 Membership. The 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.
- 7.4 Secretary. The Secretary shall be responsible for recording the minutes of all meetings of the Southeast Idaho SHRM, and shall be responsible for making all members aware of such meetings.
- 7.5 The Treasurer. The Treasurer shall be responsible for the financial affairs of the Southeastern Idaho Chapter. These responsibilities shall include financial reports to the Board and arrangements for the annual examination audit of the accounts and end of the year taxes 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.

## **Article VIII Committees**

- 8.1 Committee Organization. Appointments 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.
- 8.2 Committee Activity. Committees are established to provide the Chapter with special ongoing services such as Programs, Membership Communications, Legislative Affairs, Professional Development, Student Chapter Affairs, Public Relations, etc.

## **Article IX Electronic Voting**

- 9.1 Communications will be sent to members electronically for voting at least 10 days prior to elections. Member may vote only once either electronically or in person. President decides each year to hold only electronic or in person voting.

## **Article X Statement of Ethics**

The Southeast Idaho SHRM adopts SHRM's Code of Ethics 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 as Association 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.

- Any network events should benefit all membership and should not unduly benefit any individual or business.

## **Article XI Amendment of Bylaws**

A copy of all amended Bylaws shall be forwarded to SHRM before amendment. The Bylaws may be amended by a majority voted 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.

## **Article XII Chapter Dissolution**

For the Chapter to dissolve, it must be brought up to vote for all Professional members with a vote of at least 75%. 30 days written notice must be submitted with SHRM with reasons as to why Chapter dissolution was decided. 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 with purposes consistent with those of the Chapter).

## **Article XIII Withdrawal of Affiliated Chapter Status**

For Chapter to withdraw as Affiliated Chapter status it must be brought up to vote for all Professional members with a vote of at least 75%. 30 days written notice must be submitted to SHRM with reason as to why Chapter chooses to withdraw as Affiliated Chapter.

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.

## **Article XIV 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 Membership of Chapter and signed by:

Chapter President

Date

Approved by:

SHRM President/CEO or Designee

Date