

New River Valley SHRM Chapter Bylaws

Article I: Name and Affiliation

Section 1: Name. The name of the Chapter is the New River Valley SHRM (**NRV-SHRM** also referred to as the Chapter).

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

Article II: Membership

Section 1: Qualifications for Membership. The qualifications for membership in the New River Valley SHRM shall be as stated in Section 2 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 or disability.

Section 2: Membership. Membership shall be limited to (a) those individuals actively engaged in bona fide human resources administration (at the exempt level) for at least three years and who devote at least 50% of their time to personnel, human resources or industrial relations functions; (b) faculty members holding an assistant, associate or full professor rank in a related field at an accredited college or university and who possess at least three years of responsible experience at this level of teaching; (c) full-time consultants with at least three years experience in the field of human resources management.

Associate Member: Individuals in non-exempt human resource management positions as well as those 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 not vote and may not hold office in the Chapter.

Student Chapter Affiliates: Individuals who are actively enrolled in human resources degree programs at the college or university level. Student members may not vote and may not hold office in the Chapter.

Section 3: Application for Membership. Application for membership shall be on the New River Valley SHRM application form. Should there be a question on the legitimacy of the applicant based upon criteria listed in *Section 2.*, the applicant(s) shall be reviewed by the Board of Directors before final approval for membership is made. New members shall be afforded full membership rights from the date of application approval by the New River Valley SHRM Board of Directors.

Section 4: Voting. Each member of the Chapter shall have the right to cast one vote on each matter brought before a vote of the members. Student Chapter affiliates shall have no right to vote. Votes shall be judged by an Ad Hoc Committee appointed by the Board of Directors.

Section 5: Dues. Annual membership dues shall be established for the next year by the Board of Directors prior to the mailing of renewal notices. Dues are payable by mid-December of each year for the following year.

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Article III: Meetings of Members

Section 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. Members may bring interested guests to any open meeting of the Society.

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

Section 3: Special Meetings. Special meetings of the 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 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.

Article IV: Board of Directors

Section 1: Number. The Board of Directors shall consist of 12 persons. The following shall be members of the Board of Directors and be officers of the Chapter: President, President-Elect, Chapter Membership Director, Treasurer and Secretary. Five or more additional members shall be elected from among the eligible membership as members of the Board of directors. The twelfth Board member shall be the Past President.

Section 2: Qualification. All candidates for the board of Directors must be members of the New River Valley 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 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 Director shall assume office on January 1 following his/her election and shall hold office for one year or until his/her successor is elected and takes office.

Section 4: Vacancies. Any Vacancy in the Board may be filled for the remaining term by the President with the consent of the Board of Directors.

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Section 5: Quorum. At meetings of the Board of Directors, four members shall constitute a quorum. The act of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors.

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 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.

Article V: 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 New River Valley SHRM. He/she shall maintain liaison and be a current member in good standing with SHRM.

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 shall have such other powers and perform such other liaison duties as the Board or the President may determine. He/she shall serve as chair of the Program Committee. The responsibility includes programs conducted at all regular meetings of the members, social functions, and any workshops and seminars sponsored by the Chapter as determined by the President and the Board. He/she shall have the authority to appoint sub-committees to plan and implement the activities with the program year. The New River Valley SHRM requires the President-elect to be a current member in good standing with SHRM.

Section 3: The Chapter Membership Director. The Chapter Membership Director 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 powers and perform such other duties as the President may determine. The New River Valley SHRM requires the Chapter Membership Director to be a current member in good standing with SHRM.

Section 4: The Treasurer. The Treasurer shall be responsible for the financial affairs of the New River Valley SHRM. 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.

Section 5: The Secretary. The Secretary shall be responsible for recording minutes of all meetings of the New River Valley SHRM, 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.

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Article VI: Election of Officers

The Board of Directors will select a Nominating Committee in August of each year. An announcement will be made to the membership of the pending nominations and members may submit nominees for the executive Board to the President prior to the September meeting.

A slate of proposed officers, who have accepted nomination, will be presented by the Nominating Committee at the September meeting and voted upon by voice vote by the membership.

Elected officers will assume duties on January 1st.

Article VII: Committees

Section 1: Committee Organization. Appointments of Chairpersons to committees are 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 provide the Chapter with special ongoing services such as programs, Membership Communications, Legislative Affairs, Professional Development, Student Chapter Affairs, Public Relations, etc.

Article VIII: Statement of Ethics

The New River Valley Chapter 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 at Chapter or Association meetings or through the use of information provided to him/her as a member of the Chapter without the approval of the Board of Directors.

Article IX: Amendment of Constitution and Bylaws

A copy of all amended Bylaws shall be forwarded to SHRM before amendment. 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.