

Volusia/Flagler Society for Human Resource Management

CHAPTER BYLAWS

ARTICLE I

NAME AND AFFILIATION

Section 1. Name. The name of the organization is Volusia/Flagler Society for Human Resource Management. To avoid potential confusion, the chapter will refer to itself as Volusia/Flagler SHRM and not as SHRM or the Society for Human Resource Management.

Section 2. Affiliation. The organization 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 contract in the name of SHRM without the express written consent of SHRM.

ARTICLE II

MEMBERSHIP

Section 1. Qualifications for Membership. The qualifications for membership in the Organization shall be as stated in sections 2, 3, 4 and 5 of this Article. To achieve the purpose of the Organization there shall be no discrimination in individual memberships because of race, color, religion, sex, age, national origin, marital status, sexual orientation, veteran status, or disability. Memberships are individual and are not transferable to other individuals. This Chapter is a 100% Chapter of SHRM, and all Chapter members are required to be members in good standing of SHRM.

Section 2. General Members. General members 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 personnel, human resources, or industrial relations or their specialized phases 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; (d) Attorneys specializing in the field of human resources and/or employment law. General members must be in good standing with SHRM. Memberships are individual and are not transferable to other individuals.

Section 3. Associate Members. Individuals is non-exempt human resources positions as well as those individuals who do not meet the General Member category requirements, but who demonstrate a bona fide interest in human resources management and in the purposes of the Volusia/Flagler SHRM. Associate members may not vote and may not hold a position on the Executive Committee of the Board of Directors in the Chapter. Associate members must be in good standing with SHRM National. Memberships are individual and are not transferable to other individuals.

Section 4. Student Members. Individuals who are actively enrolled as a full-time student in human resources programs at the college or university level. Student members must be sponsored by a current SHRM - Volusia/Flagler SHRM General Member. General Members may sponsor a maximum of two student Members per year. Student Members may not vote and may not hold office in the Chapter. Memberships are individual and are not transferable to other individuals.

Section 5. Retired Members. Any member in good standing at the time of retirement from any firm, organization, or institution may become a Retired Life Member by meeting the eligibility requirements as a General Member and by paying a one-time dues fee to and specified by Volusia/Flagler SHRM. Memberships are individual and are not transferable to other individuals. Dues will be two (2) times the current year dues at the time of retirement.

Section 6. Application of Membership. Application for membership shall be on the Volusia/Flagler SHRM website application form. All applicants for membership must be SHRM members. All applications shall be reviewed by the Vice President for Membership. New members shall be afforded full membership rights from the date of application approval by the Volusia/Flagler SHRM's Board of Directors.

Section 7. Voting. Each General Member of the Organization shall have the right to cast one vote on each matter brought before a vote of the members. Associate Members and Student Members shall have no right to vote. Votes will be counted by a minimum of three Board of Directors.

Section 8. Dues. Annual Membership dues shall be established for the next year by the Board of Directors prior to the distribution of renewal notices. Members who are 90 days past due will be removed from the active membership roster and will be required to reapply for membership. Dues will cover a January 1 – December 31 calendar year.

Section 9. Termination of Membership. Any Member failing to maintain membership in SHRM will forfeit his/her membership in Chapter.

ARTICLE III

MEETINGS OF MEMBERS

(Note: The Chapter will operate on a calendar year basis)

Section 1. Regular Meetings. Regular meetings of the members shall be held on the third Wednesday of each month or as otherwise determined by the Board of Directors.

Section 2. Annual Meetings. The annual meeting of the members for the installation of the executive board of directors shall be held in December of each year or at such other time as determined by the Board of Directors.

Section 3. Special Meetings. Special meetings of members shall be held on call of the President, Board of Directors, or by members representing a majority of the votes entitled to be cast at such a 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 at least seven days prior to meeting.

Section 5. Quorum. Members representing 30% of the votes shall constitute a quorum. The vote of the majority of the members present at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted on by members.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Number. The Executive Committee of the Board of Directors shall consist of 9 persons. The following shall be members of the Board of Directors and be officers of the organization: President, President Elect/Vice President, Vice President of Membership, Vice President of Finance, Vice President of Programs, Secretary, Immediate Past President, Vice President of Communication, and Vice President of Marketing.

Section 2. Qualification. All candidates for the Board of Directors must be General Members of the Organization in good standing at the time of the nomination or appointment. Board members may not be elected to serve more than two consecutive terms in the same position.

Section 3. Election – Term of Office. The Executive Committee of the Board shall be elected by the members. Each elected member of the executive committee shall assume office on January 1 following his/her election and shall hold office for one year. Members of the Executive Committee have the option of running for a second, one year term. A Director may serve on the Board for a maximum of 3 consecutive years without serving on the Executive Committee (see Article V); although they are limited to serving a maximum of two consecutive years in any one Executive Committee office.

Section 4. Vacancies. The President may appoint individuals to fill vacancies with consent of the Executive Committee of the Board of Directors. The appointee will serve for the remainder of the calendar year, after which they will be eligible re-election.

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 Board of 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' Responsibility. The Board of Directors shall transact all business of the Chapter except as prescribed otherwise in the 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. All Board of Directors shall actively recruit new members and provide leadership to the Organization. All Board of Directors should encourage attendance at Chapter, State and National SHRM activities. All Board of Directors should provide input for the Chapter newsletter.

Section 7. Removal of Director or Officer. Any Officer or Director may be removed from office, with cause, upon an affirmative vote of two-thirds of the entire Executive Committee of the Board of Directors at a duly constituted Board of Directors meeting. The Officer or Director shall be entitled to a due process hearing prior to any termination action being imposed.

ARTICLE V

BOARD OF DIRECTORS

Section 1. President. The President shall preside at the meeting of the members and of the Board of Directors. He/she shall direct the Chapter and have charge and supervision of the affairs and business of the Organization. He/she shall maintain a liaison with the Society for Human Resource Management. Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office, and will be the chapter representative on the HR Florida State Council.

Section 2. President Elect/Vice President. The Vice President, at the request of the President, or in his 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 annually evaluate and update the job descriptions as necessary for the Executive Committee as well as the Board of Directors.

Section 3. Vice President for Membership. The Vice President for Membership shall serve as Chair of the Membership Committee. He/she shall encourage membership growth and shall maintain the official membership roster of the organization. He/she shall develop and manage a plan for membership retention and growth. This may include a new member welcome package and orientation as well as maintaining a prospect list for membership. He/she shall have such other powers and perform other such duties as the president may determine.

Section 4. Vice President of Finance. The Vice President of Finance shall be responsible for the financial affairs of the organization. These responsibilities shall include monthly 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 developing an annual budget for the Chapter. He/she shall provide and updated list of the membership on board on a monthly basis including those who are past due. He/she shall be responsible for membership billing. He/she shall also perform such other duties as the President may determine.

Section 5. Secretary. The Secretary shall be responsible for recording and distribution of the minutes of the Executive Committee and the Board of Directors meetings of the Organization. He/she shall also perform such duties as the President may determine.

Section 6. Vice President of Programs. The Vice President of Programs responsibilities include programs conducted at all regular meetings of the members, social functions, and any workshops and seminars sponsored by the organization as determined by the President and the Board. He/she shall have the authority to appoint sub committees to plan and implement the activities associated with the program year. He/she shall also perform such other duties as the President may determine.

Section 7. Immediate Past President. The immediate Past President shall serve the following year and subsequent year pending the re-election of the President as advisory to the current Board of Directors. He/she, at the request of the President, or in his absence or disability, may perform any duties of the President. He/she shall also perform such other duties as the President may determine.

Section 8. Vice President of Communications. The Vice President of Communications shall be responsible for making all members aware of meetings, special events, and all other chapter communications and shall be responsible for coordinating activities related to the organization's website with the chapter's Webmaster.

Section 9. Vice President of Marketing. The Vice President of Marketing with work closely with various community groups, sponsors, organizations and vendors. The goal will be to expand the exposure of the chapter and chapter events to the community, increase non-dues revenue to include sponsorships and to grow membership through various marketing/promotional activities.

ARTICLE VI

ASSISTANT CHAIRS and COMMITTEES

Section 1. Assistant Chairpersons and Other Committees. These positions may be appointed from the general membership or by the president as necessary. They work to assist with the overall goals of the chapter and the Executive Committee. Examples of such positions include: Certification, Programs, Hospitality, Membership, Finance, Communications, Government Affairs, Professional Development, Public Relations, University Relations, Legislation, Accreditation, Diversity, etc. These positions will serve for the time appointed.

ARTICLE VII

AMENDMENT OF THE 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 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 or his/her designee.

ARTICLE VIII

VOLUSIA/FLAGLER SHRM CODE OF CONDUCT

This Code of Conduct for the Volusia/Flagler 0546 has been adopted to promote and maintain the highest standards of professional and personal conduct among its members. By joining this chapter, a member indicates his/her support for upholding this code and the understanding of his/her responsibility to act in accordance with the following items, thereby assuring that all chapter activities support the development, networking, and educational intents of this professional organization.

As a member of the Volusia/Flagler SHRM, I pledge to:

- Maintain the highest standards of professional and personal conduct
- Strive for personal growth in the field of human resource management
- Support SHRM's goals and objectives for developing the human resource management profession
- Instill in the public and other Volusia/Flagler SHRM members a sense of confidence about my conduct and intentions
- Uphold all laws and regulations relating to my activities
- Refrain from using my official position, either regular or volunteer, to secure special privilege, gain, or benefit for myself
- Maintain the confidentiality of privileged information
- Recognize that Volusia/Flagler SHRM meetings, events, and/or any other activities are times for networking and development, not times for sales contacts or self-promotion
- Utilize my access to the membership directory for professional networking purposes only; not for sales/promotion of my business or products

ARTICLE IX

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 with purposes consistent with those of the Chapter).

ARTICLE X

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 for 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 the Chapter and signed by:

Chapter President

Ken Cash

Date

10/28/15

Approved by:

SHRM President/CEO or President/CEO Designee

Tim O'Brien

Date

7/30/15