



Southwest Area
Human Resource Association

CONSTITUTION
And
BYLAWS

Chartered September 9, 1999
Chapter #0571

Updated September, 2017
Adopted by membership October 12, 2017

ARTICLE I
Southwest Area Human Resources Association

SECTION 1.1

The official and legal name of this organization shall be: Southwest Area Human Resource Association herein referred to as SAHRA or the “Chapter” and not as SHRM or the Society for Human Resource Management. This organization shall be a chartered Chapter of the Society for Human Resource Management.

SECTION 1.2

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

SECTION 1.3

SAHRA 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 objectives of the Southwest Area Human Resource Association are:

- A. To provide a forum for the personal and professional development for our members;
- B. To provide an opportunity to develop leadership, managerial, public speaking and group decision-making skills
- C. To provide an arena for the development of trust relationship where common problems can be discussed and deliberated;
- D. To provide an opportunity to focus on current human resource management issues of importance to our members;
- E. To provide a focus for legislative attention to state and national human resource management issues;
- F. To provide valuable information gathering and dissemination channels;
- G. To provide a pool of human resource management leaders for perpetuation of the Chapter and of SHRM;
- H. To serve as an important vehicle for introducing human resource management professionals to SHRM;
- I. To serve as a source of new members for SHRM; and
- J. 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 **FISCAL YEAR**

The fiscal year shall be the calendar year.

ARTICLE IV **MEMBERSHIP**

SECTION 4.1

Application for membership must be made to the Membership Director. The applicant shall become a member upon payment of the membership fee.

SECTION 4.2

Professional membership in SAHRA shall be open to any individual responsible for the practice of human resource administration, including faculty members of accredited colleges and universities who are responsible for human resource administration education.

In addition, professional membership is open to any individual not included in the above categories who has an interest in human resource administration and the objectives of SAHRA.

Professional members shall have full voting rights and can hold office.

To achieve the mission of the Chapter there shall be no discrimination in individual memberships because of race, religion, sex, age, national origin, disability, veteran's status, or any other legally protected class.

SECTION 4.3

Student membership is open to students from accredited colleges and universities who are pursuing a degree or have an interest in human resource management.

Student members shall be able to attend meetings but have no voting rights and may not hold office.

SECTION 4.4

Members are encouraged to become members of the Society of Human Resource Management (SHRM); but members who do not elect SHRM membership shall retain equal rights and responsibilities in SAHRA.

SECTION 4.5

There is an initiation fee for professional members to be paid prior to or at the first regular meeting attended after acceptance into membership. The initiation fee will be considered dues for the remainder of the calendar year. If a member leaves and they are a company-sponsored membership, the company may have an alternate without additional dues. If a member joins during the fourth quarter of the year, the initiation fee paid at that time will cover that member's dues throughout the next calendar year.

SECTION 4.6

Professional members shall pay dues payable annually in January. Any changes in dues will be made and communicated in advance of the calendar year by the Board of Directors. Student members will not pay dues.

SECTION 4.7

All money collected shall be used to defray the expenses of the SAHRA. In addition, the Board of Directors may expend monies collected by SAHRA in furtherance of the objectives set forth in Article II including but not limited to, supporting related programs, services and other organizations.

SECTION 4.8

No officer or member of SAHRA shall receive compensation for services rendered to SAHRA.

ARTICLE V **MEMBER MEETINGS**

SECTION 5.1

Regular meetings will be held on the second Thursday of each month. However, the Board of Directors may schedule the regular meetings at alternative times provided the membership is given prior notice.

SECTION 5.2

Notice of all special or changed meetings shall be given to all members at least seven days prior to the meetings. Notice of all regular meetings shall be given to all members at least seven days prior to the meeting.

SECTION 5.3

Special meetings may be called by the President, whereupon written notice will be sent to all members covering the date, time, place and subject of such meetings.

SECTION 5.4

Members holding one-tenth of the votes entitled to be cast, represented in person or by conference call, shall constitute a quorum. The vote of a majority of the members present at any meeting at which there is a quorum, either in person or by conference call, shall be necessary for the adoption of any matter voted on by the members, except to the extent that applicable state law may require a greater number.

ARTICLE VI **BOARD OF DIRECTORS**

SECTION 6.1

The Board of Directors (also referred to as the “Officers”) shall be President, President Elect, Immediate Past President, Secretary/Treasurer and seven (7) additional Directors. The President Elect shall succeed the President in that office for the following year.

SECTION 6.2

Terms of the officers shall be two (2) years in length for the President, President Elect/Legislative Director, Past President/Foundation Director, and Secretary/Treasurer. The seven Directorships will be two-year terms each, alternating so that four Directorships are appointed each two-year term. The Directors appointed in the odd year to begin their term in the even year are Diversity, Marketing, and Workforce Readiness. The Directors appointed in the even year to begin their term in the odd year are Community Relations, Certification, Membership, and Program.

SECTION 6.3

Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office. The Secretary/Treasurer does not need to be a member of SHRM but is encouraged to join. The Chapter requires that the Membership Director to be a current member in good standing of SHRM during his/her entire term of office.

SECTION 6.4

In August of each year, the President shall appoint a Nominating Committee consisting of the President Elect and not less than two (2) members to present a slate of officers for nomination at the September meeting. The slate of officers may include nominees for President Elect, Secretary/Treasurer, and Directors.

SECTION 6.5

Elections shall be held at the September meeting. Additional nominations may come from the floor.

SECTION 6.6

The President and President Elect shall serve as clerks of election.

SECTION 6.7

Officers of SAHRA will be installed at the January meeting and will serve terms as outlined in SECTION 6.2.

SECTION 6.8

The Board of Directors shall direct the affairs of SAHRA. Any member of the board may put an issue on the agenda for discussion.

SECTION 6.9

The Board of Directors shall consist of the duly elected President, President Elect, Secretary/Treasurer, the immediate Past President, and seven (7) other members nominated from the Professional membership.

SECTION 6.10

The President shall serve as Chair of the Board of Directors.

SECTION 6.11

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, either in person or by conference call, shall be the act of the Governing Body. At the discretion of the President, electronic voting may be used to conduct business.

SECTION 6.12

The Board of Directors, by a majority vote, may elect a new Board member to serve an unexpired term. Any Officer or Director 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. The Officer or Director shall be entitled to a due process hearing prior to any termination action being imposed.

ARTICLE VII **DUTIES AND RESPONSIBILITIES**

SECTION 7.1

The duties of the President are to preside at all meetings, to appoint all committees, to make an annual report at the end of the fiscal year, and to perform all other services required in the bylaws of SAHRA.

SECTION 7.2

The President Elect, in the absence of the President, shall preside at the meeting. In addition, the President Elect shall be Chair of the Nominating Committee.

SECTION 7.3

The Secretary/Treasurer shall keep all minutes and other records deemed necessary. Duties also include receiving dues and assessments and making disbursements under the direction of the President. The Secretary/Treasurer shall present an annual financial report.

ARTICLE VIII **COMMITTEES**

SECTION 8.1

The Program Committee shall survey the interests of the members and plan monthly programs for the ensuing year. The Program Director can appoint other members for assistance as needed.

SECTION 8.2

The Nominating Committee shall propose a list of candidates to be considered for nomination at the September meeting.

SECTION 8.3

The Membership Committee's duties will be to solicit new members and advise the Board of Directors on all matters pertaining to membership. The Membership Director can appoint other members for assistance as needed.

SECTION 8.4

The Legislative Committee shall keep the membership informed of legislative matters relating to human resource issues, and shall encourage active participation in the process. The Legislative Director can appoint other members for assistance as needed.

SECTION 8.5

The Marketing Committee shall inform the public of the Association's business and interests through media news releases, and shall maintain records of activities for future reference. The Marketing Director can appoint other members for assistance as needed.

SECTION 8.6

Other committees may be appointed at the discretion of the President.

ARTICLE IX
ELECTRONIC VOTING

Mail or electronic ballots can be used for the election of Directors provided the Chapter has had at least one in-person meeting that year.

ARTICLE X
STATEMENT OF ETHICS

The Southwest Area Human Resource Association (SAHRA) adopts the Society for Human Resource Management'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.

SAHRA shall not be represented as advocating or endorsing any issues unless approved by the Board of Directors.

No member shall actively solicit business from any other member at 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.

All members of the Southwest Area Human Resource Association must have a vested interest in the area of human resources.

ARTICLE XI
PARLIAMENTARY PROCEDURE

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

ARTICLE XII
AMENDMENT OF BYLAWS

The bylaws may be amended by a majority vote of the membership present at which a quorum exists, provided written notice of proposed amendments be given to members at least ten (10) days prior to consideration, 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 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 XIII
CHAPTER DISSOLUTION

In the event of the chapter's dissolution, the remaining monies in the Treasure, 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 XIV
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 status withdrawn, may re-confer Chapter status upon such body.

ARTICLE XV
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.

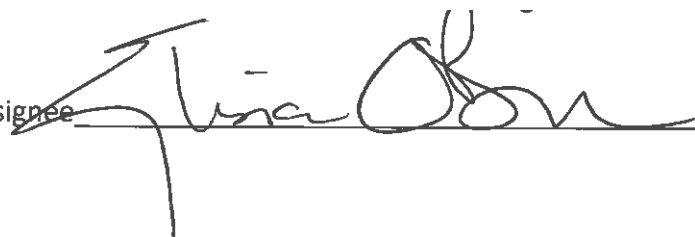
Note* these revised bylaws are not effective until approved and signed by SHRM CEO or designee.

Ratified by the Membership of Chapter and signed by:

Chapter President Sarita Haag

Date 10/12/2017

Approved by:
SHRM President / CEO or President/CEO Designee

Designee  Date 9/12/17