

**BYLAWS OF THE
SHENANDOAH VALLEY
SOCIETY FOR HUMAN RESOURCE MANAGEMENT**

**ARTICLE I
NAME AND AFFILIATION**

The official name of this organization shall be the Shenandoah Valley Society for Human Resource Management (SVSHRM). The chapter is affiliated with the Society for Human Resource Management (SHRM); however, the Membership and dues are handled separately. 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 II
PURPOSE**

The Shenandoah Valley SHRM will be a locally recognized authority whose voice is heard on the most pressing people management issues of the day-now and in the future.

1. SVSHRM will provide high-value resources to its membership.
2. SVSHRM will evolve its positioning to become more of an advisor and advocate.
3. SVSHRM will attract and engage all levels of HR practitioners and business leaders.
4. SVSHRM will operate as a financially sustainable organization in order to fulfill its mission for the HR profession.

**ARTICLE III
FISCAL YEAR**

The fiscal year of the chapter shall be the calendar year.

**ARTICLE IV
MEMBERSHIP**

Membership is primarily comprised of representatives from the cities of Harrisonburg, Staunton, and Waynesboro and the counties of Augusta, Rockingham, Shenandoah and Page. Shenandoah Valley SHRM is an Equal Opportunity Organization without regard to race, color, religion, sex, national origin, age, disability, veteran status, or any other legally protected class in connection with, but not limited to membership, committee appointments, or candidacy for office.

SVSHRM is made up of individuals; it has no corporate memberships. Accordingly, membership in the Chapter is held in the individual's name, not an organization with which the member is affiliated. Membership in the Chapter is neither transferable nor assignable.

Below is a detailed description of each category of membership:

1. Professional Membership - Individuals who meet one or more of the following qualifications:

- (a) Individuals engaged in human resource management with at least three years of experience at the exempt level;
- (b) Individuals certified by the Human Resource Certification Institute;
- (c) faculty member with three or more years experience holding assistant, associate, or full professorial rank in HR and who possess at least three years of responsible experience in the Human Resources field;
- (d) Full-time consultants with at least three years experience practicing in the field of human resource management; and/or
- (e) Full-time attorney with at least three years experience in counseling and advising clients on matters relating to the human resource profession. Professional members have voting rights and may hold office in the SVSHRM. The offices of President and President Elect will be held only by practicing HR professionals (i.e. Professors and Attorneys are not eligible for these offices).

2. General Membership - Individuals engaged in human resource management at the exempt level but who do not meet the requirements of Professional membership. General members have voting rights and may hold office in the SVSHRM with the exception of the President and President-Elect positions.

3. Associate Membership - Individuals in non-exempt human resource management positions as well as those who do not meet any of the foregoing categories but have a bona fide interest in human resource management and the mission of the chapter. Associate members do not have voting rights and may not hold office in the SVSHRM.

4. Student Membership - Individuals enrolled in the equivalent of at least six credit hours per term in a degree-seeking program where the course work taken or planned supports a demonstrated interest in human resource management. Student members do not have voting rights and may not hold office in SVSHRM.

5. Retired Members - Any member in good standing with SVSHRM at the time of retirement from any firm, organization, or institution may become a Retired Life Member by continuing to pay their annual dues. Retired members do not have voting rights and may not hold office in SVSHRM.

6. SHRM (national) Members - Individuals who are members of the national SHRM organization are always welcomed as members of SVSHRM. They will be placed in one of the above membership categories based on their qualifications. Thirty percent (30%) of the Chapter members are required to be Society for Human Resource Management national members in order for the Chapter to maintain national SHRM affiliation through 2015. In 2017, fifty-one percent (51%) of Chapter members will be required to be National SHRM members.

Any Professional or General Member who no longer meets the qualifications of Professional or General Membership may become an Associate Member in accordance with Article IV, Item 3 above.

Any member may submit names for consideration for membership to the Chairperson of the Membership Committee. The Membership Committee Chairperson will send an application to the prospective member or the prospective member may visit the website to obtain the membership application. Once the completed application and dues have been received by the Membership Chairperson with a description of the applicant's duties and responsibilities, it will be reviewed by the Membership Committee. If approved, the Membership Committee Chairperson will send a letter outlining details of the meetings, membership directory access information, a list of board members,

and a copy of the current bylaws to the new member. Following receipt of dues, the Secretary will be notified by the Membership Chairperson to add the individual to the distribution list and membership list.

The Membership Committee Chairperson shall be responsible for ordering a name badge for each new member. This badge should be worn at all chapter meetings. The Membership Chairperson is responsible for the delivery and collection of name badges worn at the monthly meetings.

The Membership Chairperson shall also coordinate periodic orientation programs for new members to acquaint them with the chapter's practices. The costs associated with this event may be supported by the Chapter or by Sponsorship.

ARTICLE V **DUES**

1. Annual membership dues of the SVSHRM shall be established for the next year by the Board of Directors prior to the mailing of renewal notices. The Secretary will issue statements during the 4th quarter of each year. The dues will be payable by January 1st of each year.
2. Non-payment of SVSHRM dues by January 15th will result in the individual's name being removed from the Chapter Membership roster and the loss of voting rights. The Secretary will notify delinquent members of the loss of membership privileges. Members may be reinstated upon approval of the Board of Directors and payment of delinquent dues.
3. Membership in the national Society for Human Resource Management is separate from the Chapter and not mandatory. Dues for the national Society for Human Resource Management membership will be paid directly to that organization. The SVSHRM Chapter treasury is the recipient of any rebate due as a result of SHRM Membership. Such rebate will have no effect on SVSHRM dues.

ARTICLE VI **MEETINGS**

1. The SVSHRM will hold a monthly meeting on the second Tuesday of each month. The cost of the meal, if a meal is provided, will be at the individual member's own expense. If a member makes a reservation for the meeting meal and does not attend, he/she must pay for the missed meal(s) prior to other reservations being accepted or make arrangements with the Treasurer to pay in full upon arrival at the next meeting. In addition, all outstanding payments must be made prior to Membership renewal. Guests may be invited to any open meeting of the Chapter, and payment for the meal is the responsibility of the member bringing the guest.
2. Notice of all meetings (regular, special, or annual) shall be given to all members at least ten (10) days prior to the meetings.
3. The Board of Directors of the SVSHRM will meet periodically as necessary. A quorum for this body will be four. At the President's discretion, Board business may be conducted electronically (vote via email) or by conference call, or in the absence of a quorum.

ARTICLE VII
OFFICERS

1. The officers of the SVSHRM will be President, President-Elect, Secretary, and Treasurer (herein referred to as the Executive Board). Separate position descriptions will elaborate on each officer's duties and expand upon key position components as identified below. The position descriptions are incorporated by reference into these bylaws.

A. The President will serve one full year in that capacity. He/She will preside over all meetings of the SVSHRM Chapter and of the Board of Directors. In the absence of the President, the President-Elect shall officiate. The chapter requires the President to be a current member in good standing of national SHRM throughout the duration of his/her term of office. National dues for the President's Membership will be paid by the local chapter as necessary.

B. The President-Elect shall assist the President in the effective management of the chapter. The President-Elect serves in place of the President, should the need arise.

C. The Treasurer shall receive and dispense all monies for the SVSHRM Chapter and keep accurate records of all such transactions. The Treasurer will work with the Secretary to complete the annual membership renewal process. The Treasurer will bill members for reserved meals if the member "no-shows". Other than payment for meals on meeting dates, expenditures of \$500.00 or more must have prior approval of the Executive Board. The Treasurer shall ensure that chapter financial records are audited annually by an outside party and report the results of said audit to the Board. The Treasurer will be elected for either a one or two-year term. The Treasurer may not serve for more than two years consecutively.

D. The Secretary shall keep minutes of regular meetings and board meetings, have charge of chapter correspondence, and issue chapter notices to membership as needed. The Secretary will work with the Treasurer to complete the annual membership renewal process. The Secretary shall serve at least one full year. The Chapter will reimburse the Secretary for such items as postage, supplies, etc. upon presentation of a written record of such expenditures. (This role may be filled by two individuals.)

2. The Board of Directors will consist of the President, President-Elect, Secretary, Treasurer, immediate Past President, and any other officers as appointed by the President. For example, the Student Chapter Liaison, the Chapter's Legislative Chairperson, the Certification Chairperson, etc. The Board of Directors shall have the power and authority to act in the general management of the affairs of this Chapter. The Board of Directors shall fill vacancies occurring in office between elections from a list of eligible members. The Board of Directors may adopt rules for the direction of the Chapter's business in carrying out the purposes for which it was organized.

3. Any Director or Officer 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.

4. Members of SVSHRM's Board of Directors and Committees must avoid any possible conflict of interest with their duties and responsibilities related to SVSHRM. Prior to accepting office or initiating duties with the Board, members shall disclose any material interest or affiliation of theirs, of their immediate family members, or of any persons acting on their behalf. Such disclosure shall be provided in writing to

the President of SVSHRM for submission to the Board of Directors and revised annually during the month of September.

ARTICLE VIII **COMMITTEES**

1. Standing Committees - each of which will consist of at least two members, including the Chairperson, shall be appointed by the President, and shall agree to serve at least the duration of the appointing President's term and will have the following duties:

A. Membership Committee. This Committee will:

- (i.) actively solicit new members through individual committee member effort, as well as present member recommendations.
- (ii.) Review all Membership applications according to Article IV of these bylaws.
- (iii.) Supply information and reports necessary to keep the Chapter up to date on membership status.

B. Project Committee. The President may establish a Project Committee as determined necessary during his/her term of office. This committee will:

- (i.) Be responsible for reviewing and recommending projects to be supported by the Chapter; such projects should be intended for the overall benefit of the Chapter, individual members, or the represented communities.
- (ii.) Present project plans and budgets of approval through the President.

C. Special Committees. The President shall have the power to establish other non-standing committees as deemed necessary to effectively carry out the purpose of the Chapter.

ARTICLE IX **ELECTRONIC VOTING**

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

ARTICLE X **ELECTIONS**

The Board will present a slate of officers at the September meeting. Additional candidates may be submitted by nominations from the floor. An announcement of the slate of officers will be presented to each Professional and General Member prior to the annual meeting in October. A member need not be present to cast a vote in an election, but must submit that vote to the person designated by the President within the timetable established by the Chapter.

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 they are applicable and in which they are consistent with the Law and the Bylaws of the Chapter.

ARTICLE XII
BYLAW AMENDMENTS

Amendments or changes to the bylaws can be made at any regular meeting of the membership by simple majority vote of those attending and eligible to participate in Chapter business decisions. Absentee votes will be counted as long as such votes are submitted to the President prior to the start of the monthly meeting at which such business will be addressed. The contents of the proposed amendment should be publicized two weeks prior to the meeting, normally with the notice of the next meeting. An amendment shall not 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 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 Treasury, after chapter expenses have been paid, will be contributed to the Virginia SHRM State Council.

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 Chapter status withdrawn, may re-confer Chapter status upon such body.

ARTICLE XV
STATEMENT OF ETHICS

The Chapter adopts SHRM's Code of Ethical Standards for the HR Profession 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 responsible 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 XVI
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 the Chapter and signed by:

Chapter President (name)

Chapter President (signature)

Date

Approved SHRM President/CEO (or designee)

Date