

**Springfield Area Human Resources Association  
(SAHRA)  
Constitution**

**FINAL DRAFT 02.02.2012  
Submitted to SHRM for Review/Approval**

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**CONSTITUTION  
OF THE  
SPRINGFIELD AREA HUMAN RESOURCES ASSOCIATION  
(Last Revision – December 2010)**

**ARTICLE I – NAME AND AFFILIATION**

**Section I: Name and Affiliation.** This organization shall be known as the Springfield Area Human Resources Association (herein referred to as “Chapter”), and shall be a chartered chapter of the Society for Human Resource Management (herein referred to as "SHRM"). To avoid potential confusion, the Chapter will refer to itself as Springfield Area Human Resources Association and not as SHRM or the Society for Human Resource Management.

**Section II: 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.

**ARTICLE II - MISSION AND VALUES**

***MISSION***

It shall be the purpose of this chapter, as a non-profit organization, through research and cooperative efforts of all members, to develop and advance methods, ethics, and the utmost standards of performance in all areas of the human resources profession in the Springfield area.

***VALUES***

We will demonstrate our commitment to excellence through:

**LEADERSHIP**

by setting an example for others to follow.

**COMMUNICATION**

by promoting open and direct communication while respecting confidentiality.

**PROFESSIONAL DEVELOPMENT**

by developing members to meet current and future challenges.

**TEAMWORK, CREATIVITY AND COST-EFFECTIVENESS**

while ensuring integrity and confidentiality in the decision-making processes.

**EMPOWERMENT**

of members to provide timely solutions to changes and to advance methods/processes for the future.

**ARTICLE III - MEMBERSHIP**

**Section I**

Eligibility for membership shall be defined in four categories:

- (1) **Regular Membership** : Regular membership shall be available to any individual in the Springfield area whose primary responsibility is in administration of the Human Resources function at any level in the organization they represent, or individuals within a 12 month transition to the practice of human resource management. Regular Members include:

- (A) Practitioners: Such individuals must perform at least 50% of their duties in professional Human Resources work, or be a senior executive/administrator who has 100% accountability for the HR function in their organization, or be approved by the Board of Directors.

Individuals in this classification are eligible to vote and hold office.

- (B) Academicians: To be eligible and considered for academic membership, an individual with a full-time position as a teacher, specialist or administrator of a college or university must:
1. be active in teaching or research work in the field of Human Resources following receipt of an advanced degree, or
  2. perform at least 50% of the duties in the placement function of a college or university, or
  3. be acting as the designated advisor to an authorized SHRM student chapter.

Individuals in this classification are eligible to vote and hold office.

- (C) Vendor / Consultants: To be eligible and considered for membership as a Vendor / Consultant, an individual must be a current member of the Society for Human Resource Management (SHRM), designate SAHRA (Chapter #0026) as their primary chapter, and understand that active solicitation of human resource products and/or services at membership meetings is not allowed, unless such solicitation is planned and a part of the scheduled membership meeting, as approved by the Program Committee and the Board of Directors, prior to any such membership meeting. The Vendor / Consultant membership shall include:
1. full time consultants practicing in the field of human resource management; or
  2. full time attorneys in counseling and advising clients on matters relating to the human resource profession; or
  3. individuals who work for vendor firms that practice or provide service products for the human resource profession.

Individuals in this classification are eligible to vote and hold office.

- (2) Associate Membership: Associate membership is also available to applicants not eligible under other membership classifications who are current members of the Society for Human Resource Management (SHRM) and designate SAHRA (Chapter #0026) as their primary chapter. Members in this membership category must understand that active solicitation of human resource products and/or services at membership meetings is not allowed, unless such solicitation is planned and a part of the scheduled membership meeting, as approved by the Program Committee and the Board of Directors, prior to any such membership meeting.

Individuals in this classification are not eligible to vote or hold office.

- (3) Student Membership: To be eligible and considered for Student Membership, an individual must:
- (A) not be eligible for membership under any other membership classification, and
  - (B) be currently enrolled as a degree-seeking student in a four-year or graduate level Human Resources related degree program.

Individuals in this classification are not eligible to vote or hold office.

- (4) Honorary Membership: The Board of Directors may, by majority vote at any meeting at which a quorum is present, designate and elect as Honorary Members of the Association, individuals who are deemed to be outstanding in the field of Human Resources Management, Education and/or Research.

There shall be no annual dues applicable to this class of membership.

Individuals in this classification are not eligible to vote or hold office.

## **Section II**

### Membership Procedures And Practices

- (A) The Springfield Area Human Resources Association Board of Directors shall determine the procedures by which members are pre-approved.
- (B) Application for membership shall be made in writing on such forms as may be approved by the Springfield Area Human Resources Association Board of Directors in accordance with this Constitution.
- (C) Such application shall be reviewed by the Membership Committee for approval against eligibility criteria. The Board of Directors shall resolve any questions regarding membership eligibility or status.
- (D) Membership is retained by the individual, not by the employer. A member who changes employers will submit an approved Application for Transfer for review and approval by the Membership Committee. The Board of Directors shall resolve any questions regarding membership eligibility or status.
- (E) An applicant approved by the Membership Committee shall be a member in good standing within the appropriate membership classification and shall be subject to the requirements of this Constitution.
- (F) The Board of Directors reserves the right to revoke the membership of any individual found in violation of the Springfield Area Human Resources Association Code of Conduct and/or Constitutional requirements.
- (G) Membership rosters are for the sole use of Association members and will not be distributed or used for any purpose outside the chapter membership without written consent of the individual members.

## **Section III**

- (A) Dues. Except for those cases of new membership which may occur at any time during the year, annual dues shall be payable on December 15 of each year. Members who have not paid their dues within 30 days after the due date shall be dropped from chapter membership. New members admitted during the last quarter of the calendar year shall pay the full amount of dues authorized by these by-laws. Such dues shall cover the last quarter of the current year and the next full calendar year. New members admitted prior to the last quarter of the calendar year shall pay the full amount of dues authorized by these by-laws. Such dues shall cover only the remaining months for the current year.
- (B) Changes in fees and dues. Fees and dues as established may be changed only by vote of the majority of the membership present at any regular or special meeting; or a majority vote of the members of the chapter as disclosed by the books and records of the chapter in the event such a proposal is advanced for the consideration of the membership by mail ballot.

### **ARTICLE IV - FISCAL YEAR**

The fiscal year of the chapter shall begin on the first day of January in each year and end on the last day of December in the same year.

### **ARTICLE V - MEETINGS**

- (A) Regular meetings of the chapter shall be held once each month in those months designated by the President with the concurrence of a majority of the Board of Directors. A minimum of four chapter programming events per year will be held.
- (B) Special meetings will be called by approval of the Board of Directors as may be required to consider or handle items of an urgent nature that cannot be delayed until the next scheduled regular meeting.
- (C) Board meetings will be scheduled by the President as necessary for organization and conducting the business of the chapter. A minimum of four chapter board meetings per year will be held.
- (D) Committee meetings will be scheduled by the Committee Chair as necessary to organize and/or conduct the business of that committee.

- (E) Quorum: A majority of the membership present in person at any meeting of the chapter shall constitute a quorum. Such quorum, may, by majority vote of the members present, transact any business which may properly be brought before the meeting, except for those matters covered elsewhere in the by-laws. Such matters shall be handled in accordance with the specific rules governing them. A meeting may be adjourned or recessed by majority vote of the members present.

## ARTICLE VI - ADMINISTRATION

### Section I

- (A) Officers: The officers of the chapter shall be a President, President-Elect, Secretary, and Treasurer.
- (B) Board of Directors shall consist of the above officers, the immediate past president and as many committee chairpersons necessary to organize and conduct the business of the association in accordance with the policies established by the Board of Directors and by the direction of the President.
- (C) Vacancies: Any vacancy in the Board may be filled for the unexpired term by appointment of the President with the consent of the Board of Directors.
- (D) 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, either in person or by conference call, shall be the act of the Governing Body, except to the extent that applicable state law may require a greater number. In addition, the Board may act by unanimous written consent of all voting members.
- (E) Removal of Director and Officer: 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.

### Section II

- (A) Nomination of Officers and Board of Directors: A nominating committee of five members shall be appointed by the President at the September meeting. Such committee shall prepare a list of candidates for officers and members of the Board of Directors, and will mail a ballot to all current Regular members prior to the October meeting. The ballot shall include an opportunity for write-in candidates. While the terms of offices shall be the fiscal year, outgoing Board members are expected to ensure a smooth transition of their position with their replacement Board member for an appropriate period of time, not to exceed March 31 of the new fiscal year.
- (B) Qualifications: All candidates for the Board of Directors must be Regular members of the chapter in good standing at the time of nomination or appointment and for their complete term of office. Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office. A minimum of 30% of the Board of Directors must be active SHRM members.

## ARTICLE VII - DUTIES OF OFFICERS

- (A) The President shall preside at all meetings of the general membership and at the meetings of the Board of Directors, and shall be responsible for the appointment of committees, both standing and special. The President may appoint a general program committee or may delegate the Board of Directors in this capacity, but shall, in all cases conduct the business of the chapter in accordance with the policies established by the Board of Directors or general membership. The President shall, ex-officio, be a member of every committee. He/she shall maintain liaison and be a current member in good standing of SHRM throughout the duration of his/her term of office.
- (B) The President-Elect shall, in the absence or disability of the President, perform the duties and exercise the power of that office.

- (C) The Secretary shall provide necessary correspondence as required by the vote of the membership in regular meetings or by direction of the President.
- (D) The Treasurer shall notify members of annual dues, account for the financial condition of the chapter, and present a financial statement at regular meetings upon direction of the President.
- (E) The Board of Directors shall exercise Board supervision over all activities and policies of the chapter. By a majority vote, the Board may disapprove any action or appointment of the President and such action or appointment may be voided if disapproved by a majority of the Board.

## **ARTICLE VIII - COMMITTEES**

### **Section I**

The Standing Committees include Professional Development Committee, Communications Committee, Area Compensation & Benefits Survey Committee, Governmental Affairs Committee, Membership Committee, College Relations Committee, Workforce Readiness Committee, Program Committee, Diversity Committee, Community Outreach Committee and the position Web Master. Each standing committee shall have a chair, as elected by the membership, to be replaced by appointment of President in case of vacancy.

### **Section II**

Other committees shall be appointed as needed by the President.

## **ARTICLE IX - DUTIES OF COMMITTEES**

- (A) The Professional Development Committee shall promote the continuing education and the leadership development of the Association members. Coordinate and review SHRM certification programs and coordinate seminars to facilitate members' recertification efforts through the HR Certification Institute.
- (B) The Communications Committee shall foster a system of peer group support and encourage a network of communication among members.
- (C) The Area Compensation & Benefits Survey Committee shall establish, implement and maintain an area wage, salary and benefits survey to meet Association members' needs. It shall also review and recommend area surveys for Association participation.
- (D) The Governmental Affairs Committee shall communicate timely information regarding current legislation affecting the Human Resources area to SAHRA members and shall also be available to assist SAHRA members in understanding city, county, state, and federal regulations affecting human resource practices, procedures and policies.
- (E) The Membership Committee shall provide prospective members with applications for membership and approve all new memberships using the guidelines established by this Constitution. The Membership Committee may forward all questionable applications to the Board of Directors for review and approval. The Membership Committee shall also be responsible for the orientation of new members as well as the retention of current members.
- (F) The College Relations Committee coordinates SAHRA activities with local student SHRM chapters; manages the scholarship program, internship program, and college outreach efforts with all local colleges; communicates with local faculty/colleges to provide classroom visits to discuss HR topics, the Chapter, internships/scholarships, SHRM membership, etc.
- (G) The Workforce Readiness Committee monitors and evaluates local activities concerning workforce readiness issues and plans and encourages chapter involvement and activities impacting the workforce readiness arena; partners with local schools to share information (including the coordination of local high school career fairs;

provides special recognition for chapter members and for local programs that promote betterment of the local workforce through educational process).

- (H) The Program Committee shall be responsible for planning, developing and presenting monthly membership meeting programs.
- (I) The Diversity Committee shall be responsible for increasing the awareness and education of our members, as well as the business community, to the realization of the benefits and rewards to be gained by valuing diversity, and recognizing organizations and individuals who have demonstrated support and commitment to enriching their workforces by promoting an inclusive environment that allows the opportunity for all to contribute and excel according to individual abilities, regardless of superficial or perceived differences.
- (J) Web Master creates or maintains the chapter website and tests and monitors the site to ensure stability, functionality, and security. The Web Master works closely with the Board of Directors and Committees to ensure the posting and editing of accurate and current chapter information and to add features to the site that will benefit the SAHRA organization and its membership.
- (K) The Community Outreach Committee shall be responsible to identify opportunities for community involvement and to engage SAHRA and our membership in various activities to serve the community where we live and work. Community outreach projects will focus on service, education and assistance to those in our community in the hopes of improving their lives while strengthening the SAHRA organization.

#### **ARTICLE X - AMENDMENTS**

Any proposed amendment to the Constitution must be submitted in writing to the Board of Directors through the Secretary. Copies of the proposed amendment must be submitted to the membership a minimum of ten (10) days prior to the regular meeting at which it is to be acted on, 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. An amendment requires a two-thirds vote of members present at regular meeting of the chapter for passage.

#### **ARTICLE XI - STATEMENT OF ETHICS**

The Chapter adopts SHRM's Code of Ethical and Professional Standards in Human Resource Management for members of the Association in order to promote and maintain the highest standards among our members. Each member shall honor, respect and support the purposes of this Chapter and of 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 meetings without the approval from the Board of Directors.

#### **ARTICLE XII - 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 XIII - 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

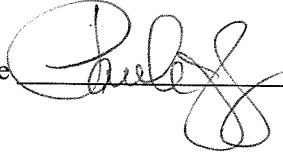


maintain the required affiliation standards as set forth by the SHRM Board of Directors, it is subject to immediate disaffiliation by SHRM. After withdrawal of Chapter status, the SHRM Board of Directors may cause a new Chapter to be created, or, with the consent of the President/CEO of SHRM and the consent of the body which has had Chapter status withdrawn, may re-confer Chapter status upon such body.

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

Approved by:

SHRM President/CEO or President/CEO Designee

A handwritten signature in black ink, appearing to be "Paul J. [unclear]", written over a horizontal line.

Date 4/2/12

Ratified by the Membership of Chapter and signed by:

Chapter President

Date