

**BY-LAWS
Of
SANDUSKY COUNTY HUMAN RESOURCE MANAGEMENT
ASSOCIATION**

**ARTICLE 1
NAME AND AFFILIATION**

Section 1.1: Name. The name of the Chapter is Sandusky County Human Resource Management Association (herein referred to as the "Chapter"). To avoid potential confusion, the Chapter will refer to itself as Sandusky County Human Resource Management Association (SCHRMA) and not as SHRM or the Society for Human Resource Management.

Section 1.2: Affiliation. The Chapter is affiliated with the Society for Human Resource Management (herein referred to as "SHRM").

Section 1.3: 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 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 2
PURPOSE**

Section 2.1: Purpose. The purpose of this Chapter, as a non-profit association, is to foster and promote the best methods of creating and maintaining positive human resource management by:

- i. the study of human resource management issues.
- ii. Providing the Association members with opportunities for discussion, exchange of information and ideas, and speakers with outstanding experience in the human resource management field.
- iii. The encouragement of cooperation among members in discussing and resolving human resource issues.
- iv. Professional involvement in community activities as they relate to human resource management.

**ARTICLE 3
MEMBERSHIP**

Section 3.1: Qualifications for Membership. Any person or persons designated by their respective firms as actively engaged in or concerned with human resources and industrial relations work shall be eligible for membership and participation in all the

activities and privileges of the Association. To achieve the purposes of this Association, there shall be no discrimination in memberships because of race, religion, sex, age, national origin, disability, veteran's status, or any other legally protected class.

Section 3.2: Transferable Membership. Membership shall consist of one primary member and specifically named associate members. If a paid member leaves their respective company during the year, the replacement individual shall also complete a membership application form.

Section 3.3: Membership Refunds. All requests for refund shall be reviewed by the Board of Directors on an individual basis.

ARTICLE 4 APPLICATION FOR MEMBERSHIP

Section 4.1: Membership Application. All applications for membership in this Association shall be made on a form provided by the Association and filed through the Treasurer. If the applicants are eligible under the definition of Membership in Article III, the applicants shall be accepted as members of the Association and introduced at the next regular meeting of the Association by the President.

Section 4.2: Membership Dues. Annual membership dues of the Association shall be established by the Board of Directors, subject to the approval of the membership. Membership renewal invoices shall be mailed and are payable prior to January 1st. Dues shall be set at an annual rate for the fiscal year, the fiscal year of the Association shall be from January 1 through December 31. No applicant shall be admitted to membership until dues for the fiscal year (January 1 through December 31) have been paid to the Treasurer. Applicants joining from January 1st to June 30th will pay the full membership fee. Membership fees will be pro-rated at 50% for those joining after June 30th.

ARTICLE 5 SERVICES and PRIVILEGES of MEMBERSHIP

Section 5.1: Regular Meetings. All members shall be entitled to attend all meetings of the Association and shall receive copies of all publications issued by the Association and such special reports as may be requested or any information available to the Association.

Section 5.2: Invited Guests. Any member shall be allowed to bring a guest. An individual may attend as a guest two times and then must become a Chapter member to continue to attend.

ARTICLE 6
OFFICERS and BOARD OF DIRECTORS

Section 6.1 The officers shall consist of a President, President-Elect, Secretary and Treasurer. The President, President-Elect, Secretary and Treasurer shall be elected for terms of two years each, and may serve no more than three consecutive terms. The term of the officers shall be from January 1st through December 31st.

Section 6.2: The President shall preside at all meetings and have general supervision of the Association. Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office. If the President is not a current member in good standing of SHRM, the Chapter will fund the cost of a national SHRM membership.

Section 6.3: The President-Elect shall, in the absence of the President, perform the duties of the President, and shall be responsible for scheduling and coordinating the programs for the monthly meetings.

Section 6.4: The Secretary shall maintain an up-to-date list of membership, send, by e-mail or mail notices to all members, and attend to all correspondence and other records, and perform such duties as they pertain to the office.

Section 6.5: The Treasurer shall keep a record of attendance at meetings, collect all money due the Association, accept membership applications, and shall pay its legitimate obligations. A complete and accurate record of all receipts and disbursements shall be maintained

Section 6.6: The Board of Directors shall consist of the four officers and four members—the four members shall be the four most recent available past presidents. Each available past president shall automatically become a member of the Board of Directors for the next four years as the President's term expires, and serve for four years following their last term served.

Section 6.7: The Board of Directors shall meet at the call of the President, or any of its members, shall govern, manage, and act for the Association; shall fill any vacancies in the offices of the Association between annual elections; and shall submit to the membership for approval any contemplated action of importance outside the usual routine affairs of the Association.

Section 6.8: 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 6.9: The Chapter will waive annual membership dues for all Officers and / or Board of Directors for their current term.

ARTICLE 7
WEB PAGE ADMINISTRATION

Section 7.1: The Association will maintain a web page. The primary goals shall be to promote the Association throughout the human resource profession, to provide an additional means of communication to its members, to provide a resource for technical references, and to assist in growing the Association's membership.

Section 7.2: The President shall be the liaison between the web page administrator and the Association.

ARTICLE 8
ELECTION of OFFICERS

Section 8.1: A Nominating Committee shall be appointed in October each year and report to the membership at the November meeting, at which time the officers will be elected. Additional nominations may be made from the floor before ballots are cast. The new officers will take office on January 1.

Section 8.2: Election of officers shall be by ballot. A majority vote shall be required.

Section 8.3: The chairperson of the Nominating Committee shall be the most recent available past president.

ARTICLE 9
CORE LEADERSHIP AREAS

Section 9.1: Core Leadership Areas may be appointed from the membership by the President as necessary. Examples of such Leadership areas are: College relations, Diversity, Government Affairs, HR Certification, Membership and Workforce Readiness.

ARTICLE 10
MEETINGS

Section 10.1: A minimum of ten (10) meetings will be held annually. Dates shall be determined by the Board of Directors.

Section 10.2: Special meetings of the membership may be called by the President. Notice of all meetings shall be sent via e-mail, if available, or by mail to all members and when possible this notice should include the program of business to be transacted.

Section 10.3: A quorum for the transaction of business at all meetings of the Association shall be one-third of membership organizations. There will be one vote per organization.

Section 10.4: The Board of Directors will meet a minimum of four times a year.

Section 10.5: Four members shall constitute a quorum for the Board of Directors.

ARTICLE 11 STATEMENT OF ETHICS

Section 11.1: 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 Association and SHRM.

Section 11.2: The Association shall not be represented as advocating or endorsing any issue unless approved by the Board of Directors.

Section 11.3: No member shall actively solicit business from any other member at Association meetings or through the use of information provided to him/her as a member of the Association without the approval from the Board of Directors.

ARTICLE 12 CHAPTER DISSOLUTION

Section 12.1: 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 13 AMENDMENT OF BYLAWS

Section 13.1: 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/CEO 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/CEO or his/her designee.

Section 13.2: The By-Laws and any amendments thereto, shall take effect immediately upon adoption.

**ARTICLE 14
PARLIAMENTARY PROCEDURE**

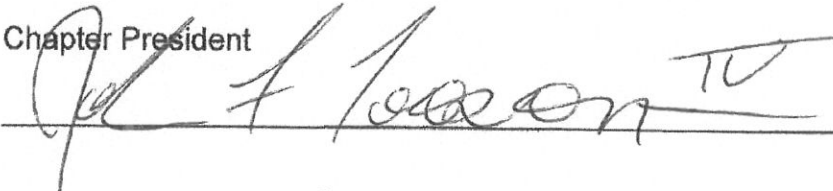
Section 14.1: Parliamentary procedure in all meetings for the Association shall be in accordance with Robert's Rules of Order.

**ARTICLE 15
WITHDRAWAL OF AFFILIATED CHAPTER STATUS**

Section 15.1: 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.

Ratified by the Membership of Chapter and signed by:

Chapter President



Date 12/10/2013

Approved by:

SHRM President/CEO or President/CEO Designee



Date 11-14-2013