

**SOCIETY FOR HUMAN RESOURCE MANAGEMENT
LA CROSSE AREA CHAPTER BYLAWS**

ARTICLE I - Identification

Section 1: Name.

The name of the organization shall be the La Crosse Area Society for Human Resource Management (herein referred to as the "Chapter" or LASHRM). To avoid potential confusion, the Chapter will refer to itself as the La Crosse Area Society for Human Resource Management and not as SHRM or the Society for Human Resource Management.

Section 2: National Affiliation.

The La Crosse Area Society for Human Resource Management (LASHRM), hereinafter referred to as the Chapter, shall be a chartered Chapter of the Society for Human Resource Management (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 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 purposes of the Chapter shall be to provide opportunities for conferences, Chapter meetings, cooperative research and exchange of information among members and to assist members in performing all phases of human resources and employee relations in order to maintain professional standards.

ARTICLE III - Membership

Section 1: Types of membership available: Standard, Honorary, Transitional, or Student.

A.) Standard Members are individuals who are engaged in or have a bona fide interest in the profession of human resource management. 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. Standard Members may vote and hold office. Standard membership shall be limited to those individuals who meet one or more of the following:

1. SHRM Members;
2. Those individuals actively engaged in human resources administration and who devote at least 50% of their time to personnel, human resources or industrial relations functions;
3. Faculty members holding an assistant, associate or full professor rank in personnel, human resources or industrial relations at an accredited college or university;
4. Full-time consultants in the field of human resources management.

5. Full-time attorneys with at least three years of experience in counseling and advising clients on matters relating to the human resource profession.

B.) Honorary Members include any member in good standing at the time of retirement from any firm, organization or institution who is elected to Honorary Membership of the Chapter by the majority vote of the Membership Committee.

Honorary Members also include any member in good standing who previously held the position of President.

Honorary Members shall be entitled to full membership without the payment of dues, but will not have the right to vote or hold office.

C.) Transitional Members include any member in good standing at the time of a temporary or permanent layoff and may be elected to Transitional Membership of the Chapter by the majority vote of the Membership Committee and shall be monitored by the Membership Committee. Dues will be gratis for up to one year during this transitional phase; Members will have the option to return to Standard Membership standing upon completion of one year (or less). Transitional Members may vote and hold office. Members may apply only once for Transitional Membership status.

D.) Student Members include individuals who are actively enrolled in a human resources program or related course of study at the college or university level. Student members may not vote and may not hold office.

Section 2: Application for Membership.

Application for membership in LASHRM must be presented to the LASHRM Board through the designated membership chairperson. If the applicant is accepted, he/she shall become a member upon payment of annual membership dues. Application for membership shall be completed via the Chapter website application.

Section 3: Membership Approval.

All membership applications shall be reviewed by the Vice President of Membership and submitted for approval by the LASHRM Board.

Section 4: Prospective Members.

A member may identify a prospective member and direct him or her to the Chapter website or an individual may contact the organization's Vice President of Membership to receive further information and guidance.

The applicant will be notified by the Vice President of Membership regarding approval or rejection of application.

Section 5: Termination of Membership.

Membership in the Chapter may be terminated for good cause by a two-thirds vote of the General Membership. Membership shall be terminated automatically for non-payment of annual dues.

ARTICLE IV-Dues

Section 1: Proration Fee.

The initial membership dues for new members of LASHRM will be pro-rated for the first year of membership.

Section 2: Creation and Purpose of Dues.

Dues for LASHRM membership will be established by the Chapter Board of Directors. In addition, a portion of SHRM membership dues are returned to the Chapter. All money collected shall be used to defray Chapter expenses and to support programs approved by the Chapter Board of Directors.

Section 3: Payment Date and Increase of Dues.

The annual dues shall be established for the next year by the Board of Directors prior to the mailing of the renewal notices. Annual dues must be paid to maintain membership in the association.

Transitional Members as defined in Article III, Section 1 shall receive a renewal notice defining the months of dues that are paid by the Chapter.

Honorary Members as defined in Article III, Section 1 shall receive a renewal notice indicating that annual dues have been paid by the Chapter.

ARTICLE V - Meetings

Section 1: Chapter Meetings.

Chapter meetings shall be held at least quarterly at such times and places as the Board of Directors may designate. Chapter meetings will be either:

- A.) Open meetings where guests may attend.
- B.) Closed meetings where only chapter members may attend.

The Board at its discretion may cancel a Chapter meeting.

Section 2: Special Meetings.

The Board at its discretion may call a special meeting of the membership.

Section 3: Notification.

All members shall be notified by the Communications Director or his/her designee, or via the Chapter website or electronic mailed least ten (10) days prior to a meeting.

Section 4: Quorum for LASHRM Meetings.

Business can be conducted at any scheduled LASHRM meeting that has been announced to members provided there is a quorum. A quorum is defined as having at least seven voting members present during the meeting. No business can be conducted without having a quorum.

ARTICLE VI - Board of Directors

Section 1: Board Composition.

The following shall be officers of the Board of Directors: the President; the President-Elect, the Vice President of Membership, the Secretary, the Treasurer, the Communications Director, the Immediate Past President and the four at-large members.

All candidates for the Board of Directors must be qualified members of the Chapter in good standing at the time of nomination or appointment. The President and President-Elect must be SHRM members.

All elected officers shall be chosen as provided in these bylaws. Each elected officer shall assume office in January of the year following election and shall hold office for the elected term or until resignation or removal. No person elected, as President and/or President-Elect shall be eligible to serve more than two (2) consecutive terms. The terms of President, President-Elect, and Immediate Past President shall be one year. The term of Vice President of Membership, Secretary, Treasurer, and Communications Director shall be two years.

Section 2: Membership At-Large.

The four members elected at-large shall serve staggered two year terms. These memberships include, but are not limited to: Workforce Readiness, College Relations, Certification, and Governmental Affairs.

Section 3: Board Vacancies.

The Board will decide whether to fill any vacancy created on the Board. If the vacancy is to be filled, the Board will, by majority vote, appoint a regular member to serve the unexpired term.

Section 4: Frequency of Board Meetings.

The President shall convene Board meetings at least once each calendar quarter.

Section 5: Resolution Procedure.

The Board of Directors may submit any matter of the Chapter's business to the voting membership for resolution by postal or electronic mail ballot.

Section 6: Quorum for Board Meetings.

A quorum for the Board shall be a majority of the members. An act of a majority of the Officers present at any Board meeting at which there is a quorum shall be deemed an act of the Board.

Section 7: Attendance.

The Secretary will provide attendance records of Board members to the President for review, on a monthly basis, of absenteeism of regular calendar year Board meetings. The Board may request that individuals with excessive absenteeism, defined as missing 25% or more of regular, calendar year Board meetings, resign from the Board.

Section 8: Board Member Dues.

Board members shall have their annual Chapter dues waived for their terms in office.

Section 9: Resignation.

An Officer may resign at any time by giving written notice to the Secretary of the Chapter, who shall advise the Board of Directors of such resignation. Such resignation shall take effect at the time specified therein or, if no time is specified, then upon receipt of the resignation by the Secretary of the Chapter, and unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 10: Removal of Officer.

Any 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. The Officer shall be entitled to a due process hearing prior to any termination action being imposed.

ARTICLE VII - Duties and Responsibilities of Chapter Officers

Section 1: President.

The President shall preside at the meetings of the Chapter and the Board. The President shall have general charge and supervision of the affairs, finances and business of the Chapter. The President is to make an annual report at the end of the fiscal year and to perform all other services required by the bylaws of this association. Per SHRM bylaws, the President shall be a current member in good standing of SHRM throughout the duration of his/her term. LASHRM will pay SHRM membership dues for his/her term in office upon presentation of the annual dues statement by the President to the Treasurer.

Section 2: President-Elect.

The President-Elect, at the request of the President, or in the President's absence, may perform any of the duties of the President. The President-Elect shall serve as a Chairperson of the Program Committee, whose duties are to secure program topics and speakers for the Chapter's meetings. The President-Elect is expected to attend the State Leadership Conference sponsored by the State Council and is additionally expected to attend the Volunteer Leaders' Summit prior to serving his/her presidential term. The President-Elect shall appoint all committee chairpersons for the upcoming year for which he/she will serve as President after the election results are distributed to the Chapter membership. The President-Elect shall have such other powers and duties as the Board may determine. The President-Elect shall automatically succeed to the office of the President for the next calendar year.

Section 3: Secretary.

The Secretary shall be responsible for the preparation of a record of the proceedings of all meetings of the Board and of any other business meetings of the Chapter. He/She shall be responsible for making all members aware of such meetings.

Section 4: Treasurer.

The Treasurer shall be responsible for the financial affairs of the Chapter including financial reports to the Board and arrangements for the annual audit of accounts after the selected auditor has been approved by the President. The Treasurer shall serve as chair to the Finance Committee to meet at least annually.

Section 5: Communications Director

The Communications Officer shall serve on the Board and shall be responsible for any and all website updating, social media and newsletter creation.

Section 6: Immediate Past President.

The Immediate Past President shall serve on the Board, shall chair the nominating committee and SHRM Foundation fundraiser and shall conduct Chapter meetings in the absence of all of the above-named officers.

Section 7: Vice President of Membership.

The Vice President of Membership shall serve as Chair of the Membership Committee. He/She shall encourage membership growth and shall maintain the official membership roster of the Chapter. The Vice President of Membership shall be a current member in good standing of SHRM throughout the duration of his/her term.

Section 8: At-Large Board Members.

Each At-Large Board Member shall serve as Chair or participate in one LASHRM committee. He/She shall promote the views of the Chapter and actively market the Chapter to prospective members.

ARTICLE VIII - Elections and Balloting

Section 1: Nomination and Election Process.

Elections of Officers shall be conducted by ballot in accordance with the procedure outlined:

- A.) A nominating committee shall be composed of the Immediate Past President as chairperson and no fewer than two other members of the Chapter.
- B.) The nominating committee shall prepare and submit to the Board its list of nominees for the offices to be filled, by the August board meeting each year.
- C.) The list of nominees will be prepared and ballots distributed to all voting members of the Chapter by September 15, due by September 30.

D.) Ballots shall be returned to the nominating committee in person, fax, postal or electronic mail, or via electronic survey no later than the date designated on the ballot to be valid. Ballots will be counted by two individuals appointed by the President whose names do not appear in nomination for any office.

Section 2: Election Results.

- A) Each Officer shall be elected on the basis of a plurality of votes cast for that office.
- B.) In the event a tie occurs during an election involving two or more candidates for the same office who receive the same number of votes, successive balloting shall be conducted until one candidate receives a plurality.
- C.) Chapter members shall be notified of election results by the end of the calendar year.

ARTICLE IX - Standing Committees

The chairpersons of the following standing committees shall be appointed by the President-Elect after he/she is elected, unless otherwise indicated. Appointment of the chairpersons is subject to the majority approval of the Board. The committee shall submit such reports as may be requested by the President. The chairperson of each committee is responsible for appointing his/her committee's members.

Section 1: Program Committee.

A Program Committee of not fewer than three members, including the President-Elect, whose duties are to secure program topics and speakers for the Chapter's meetings. The Program Committee will meet at least twice per year and will solicit input from members on an ongoing basis.

Section 2: Nominating Committee.

A Nominating Committee, chaired by the immediate Past President of not fewer than two additional members, whose duties are as defined in Article VIII of the bylaws.

Section 3: Bylaws Committee.

The Bylaws Committee shall consist of a chairperson and not fewer than two other members. Their duties are to study and draft submissions for changes to the bylaws.

Section 4: Membership Committee.

The Membership Committee shall consist of the Vice President of Membership as Chairperson and not fewer than two other members. Their duties are to recruit, orient and maintain contact with new members. The President and Board may also call upon them for other duties related to membership satisfaction and services.

Section 5: Finance Committee

The Finance Committee shall consist of the Treasurer as Chairperson and not fewer than two other members. Their duties are to review the Chapter's financial situation on a quarterly basis to make recommendations to the Board through the Treasurer at board meetings to determine where the funds are to be allocated.

Section 6: Other Committees.

Other committees may be appointed by the President as deemed necessary.

ARTICLE X — Amendments to the Bylaws

A copy of all amended bylaws shall be forwarded to SHRM before adoption.

Amendments to these bylaws may be made by a two-thirds vote of the members present at any Annual or Chapter Meeting at which a quorum exists, provided written or electronic notice of proposed amendment or amendments be given to Members at least ten (10) days prior to the Meeting and 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. Amendments may also be voted on electronically and passed with a quorum of the membership. 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 XI - Parliamentary Procedure

All parliamentary procedure shall be governed by Robert's Rules of Order unless otherwise specified in these bylaws.

ARTICLE XII - Dissolution of Local Chapter

Section 1: Dissolution by Vote.

The La Crosse Area Society for Human Resource Management may be dissolved by two-thirds (2/3) vote of the members present at any Chapter or special meeting, provided written notice has been given to all members at least ten (10) days prior to the meeting.

Section 2: Dissolution of Inactive Chapter.

If the Chapter has no Board of Director's meetings or other membership activities for a period of twelve (12) months, the Chapter will be considered inactive and may be dissolved using the following procedure:

A.) Any three (3) members of the last Board of Directors may initiate action to dissolve the Chapter by providing notice to former members of the intent to dissolve the Chapter.

Acceptable notice shall consist of:

- 1.) A letter sent to each person listed as a Chapter member during the last year of operation, or
- 2.) A notice published in the La Crosse Tribune newspaper for a period of not fewer than three (3) days.

B.) A thirty (30) day waiting period shall be required following the official notice to members to allow members the opportunity to respond. If there is no response or if a majority of the members responding indicate a desire to dissolve the Chapter, the parties initiating the action may declare the Chapter dissolved by sending notice to, Society for Human Resource Management, 1800 Duke Street, Alexandria, VA 22314.

Section 3: Disbursement of Chapter Assets.

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.

ARTICLE X IV– Ethical Standards

Section 1: SHRM Code of Ethics.

LASHRM adopts SHRM's Code of Ethical Standards for the HR Profession for members of its 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.

LASHRM 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 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.

Section 2: Pledge.

As a member of the La Crosse Area Society for Human Resource Management, 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.
- Improve public understanding of the role of human resource management.
- Instill in the public and other members a sense of confidence about my conduct and intentions.
- Uphold all laws and regulations relating to my activities.
- Refrain from using my official positions, either regular or volunteer, to secure special privilege, gain, or benefit for myself.
- Maintain the confidentiality of privileged information.
- Strive to make my employer profitable both in monetary terms and through the support and encouragement of effective employment practices.

Ratified by the Membership of Chapter and signed by:



Chapter President Signature

12/16/15
Date

Approved by:



SHRM President/CEO or President/CEO Designee Signature

9/30/15
Date