

Brazos Valley Human Resources Management Association, Inc.

Constitution and By-Laws

ARTICLE I – NAME AND AFFILIATION

SECTION 1: NAME. This organization shall be known as the Brazos Valley Human Resources Management Association, Inc. (herein referred to as "Association," "BVHRM" or "Chapter.")

SECTION 2: AFFILIATION. The Chapter is affiliated with the Society for Human Resource Management (herein referred to as "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 – MISSION STATEMENT

The Brazos Valley Human Resources Management Association, Inc., as a non-profit organization, promotes excellence and a better understanding of the human resources field while supporting the Society of Human Resource Management.

ARTICLE III – VISION

Vision Statement: To be the voice of human resources in the Brazos Valley.

ARTICLE IV – MEMBERSHIP

SECTION 1. Class of Members: The membership of this Association shall consist of Regular, Life, Retired, and Student.

SECTION 2. Regular Membership: (1) Available to individuals who are professionals and managers responsibly engaged in the practice of human resource management, including professional individuals engaged in any specialized area within the human resource management field, or such individuals who may have other duties but hold primary responsibility for the human resource function in a small business or organization or;

(2) Faculty members of professional rank in human resource management or any of its specialized phases at an accredited college or university or;

(3) Individuals in public employment providing human resource related service such as college and high school placement officers and Texas Workforce Commission professionals or;

(4) Individuals with a position in a company which offers a human resource related service or product for profit such as relocation services, benefit plans, legal services, employment, temporary placement, etc., not to exceed ten percent (10%) of the total membership or;

(5) Full time Professional Consultants within the field of Human Resource Management and with previous experience as a practitioner/professional in human resource management and who maintain membership in the Society of Human Resource Management (SHRM).

(6) Unemployed HR professionals seeking employment are eligible for active membership if their immediate past position meets the criteria listed above under professionals or managers.

This class of membership shall be entitled to all privileges of membership including the right to vote or hold office.

SECTION 3. Life Member: A member who has served one full term of office as President of the Association shall automatically acquire the status of Life Member upon completion of the term of office. This class of membership shall be entitled to all privileges of membership including the right to vote or hold office.

SECTION 4. Retired Member: Any SHRM-affiliated chapter member in good standing at the time of retirement from any firm or organization may become a Retired member. Member must notify the Membership Committee indicating a change in status. This class of membership shall be entitled to all privileges of membership including the right to vote or hold office.

SECTION 5. Student Member: A Student Member is an individual who is a student actively enrolled in a degree program at an accredited college or university with a demonstrated interest in human resource management, personnel or industrial relations. A Student Member pays no dues and is extended all courtesies of this Association except the right to vote or hold office; however, a student member is encouraged to assist with active committees.

SECTION 6. Application for Membership: Applications for membership will be received by the Membership Committee and presented to the Executive Board for approval or denial and notification of the election to the Association. The Executive Board shall determine whether eligibility criteria are met. Membership shall become effective immediately upon approval by the Executive Board.

SECTION 7. Revocation of Membership: Members determined to be soliciting or engaging in otherwise inappropriate behavior at any Chapter function will be subject to possible revocation of membership at the discretion of the Executive Board.

SECTION 8. Membership in SHRM: BVHRMA Members are encouraged to apply for membership in the Society for Human Resource Management (SHRM). Membership in SHRM is not mandatory for membership in the local area chapter, but shall be recognized and supported. SHRM members are only required to pay one-half (1/2) of the dues for BVHRMA.

ARTICLE V – SHRM Code of Ethics

As a member of the Brazos Valley Human Resource Management Association, I agree to adhere to the SHRM Code of Ethics Core Principles for the mission of promoting professionalism and effectiveness in the field of Human Resource Management.

- Professional responsibility: HR professionals are responsible for adding value to the organizations they serve and contributing to the ethical success of those organizations. They accept professional responsibility for their individual decisions and actions and are advocates for the profession, engaging in activities that enhance its credibility and value.
- Professional development: HR professionals must strive to meet the highest standards of competence and commit to strengthen their competencies on a continuous basis.
- Ethical leadership: HR professionals are expected to exhibit individual leadership as a role model for maintaining the highest standards of ethical conduct.
- Fairness and justice: HR professionals are ethically responsible for promoting and fostering fairness and justice for all employees and their organizations.
- Conflicts of interest: HR professionals must maintain a high level of trust with stakeholders. In the interest of professional integrity, they must protect the interests of stakeholders and should not engage in activities that create actual, apparent or potential conflicts of interest.
- Use of information: HR professionals consider and protect the rights of individuals, especially in the acquisition and dissemination of information while ensuring truthful communications and facilitating informed decision-making.

ARTICLE VI - DUES

Annual dues shall be set and shall be based on the program needs of the Association. Fees shall be levied on a 12 month basis from January through December of each year. If a change in the amount of dues for the following year is recommended by the Executive Board, the change shall be approved by the membership no later than the regular meeting in October. Dues shall be paid in January or upon approval as a member. Any BVHRMA member who has not paid appropriate dues by March 31st of each year shall be considered inactive and shall be removed from Membership. Individuals dropped from membership may reapply for new membership. One-half (1/2) of the annual dues shall be charged by any member joining after July 1. Dues are non-refundable.

ARTICLE VII - MEETINGS

SECTION 1. Regular Meetings: Regular meetings of the Association ordinarily will be held once each month with the time and place to be determined by the Executive Board. Regular meetings shall be devoted primarily to programs, rather than to transactions of business. Only business matters presented by the Executive Board shall be brought to the floor at a regular meeting. Any member or guest must obtain prior approval from the President before presenting a business matter in an open meeting.

SECTION 2. The annual meeting of the Association shall be held in December of each year. At this time, incoming officers shall be installed for the following year.

SECTION 3. Special Meetings: Special Meetings may be called by the President or by at least three members of the Executive Board by giving notice to the membership at least two weeks before the date of the meeting.

SECTION 4. Quorum and voting Requirement: Twenty-five percent (25%) of members in good standing shall constitute a quorum for the transaction of business at a regular meeting of the Association. A two-thirds (2/3) vote of members present will be required for approval on any business matter.

SECTION 5. Guest attendance: Members are encouraged to bring guests to meetings. Guests will pay the registration fee established by the Executive Board. Guests are prohibited from solicitation at the meetings, either orally or through printed material, unless approved in advance by the Executive Board.

ARTICLE VIII – OFFICERS AND DUTIES

SECTION 1. Elected Officers: the elected officers of the Association shall be: President, President Elect, Vice President Programs, Vice President Membership, Secretary and Treasurer. The officers shall serve as the Executive Committee and as a part of the Executive Board 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.

SECTION 2. Term of Office: The term of office shall be one year, beginning at the close of the December meeting, or until a successor is elected or appointed.

SECTION 3. Duties of Officers: The duties of the officers shall be as follows:

PRESIDENT: The President shall preside at all regular and special meetings and shall serve as Chair of the Executive Board. The President shall appoint chairs of the standing committees, and other committees as deemed necessary. It is the duty of the President to coordinate the work of the committees and to see that they function in accordance with the duties as outlined in the Constitution. He/she shall maintain liaison and be a current member in good standing of SHRM throughout the duration of his/her term of office.

PRESIDENT ELECT: In the absence of, or at the designation of the President, the President elect shall assume all duties of the President. In addition, the President elect shall serve as a general assistant to the President, performing such specific duties as may be designated while becoming acquainted with the duties and responsibilities of the President's office.

VICE PRESIDENT PROGRAMS: The Vice President shall serve as chair of the Program Committee.

VICE PRESIDENT MEMBERSHIP: The Vice President shall serve as chair of the Membership Committee.

SECRETARY: The Secretary shall perform the duties ordinarily connected with the office including recording minutes at Board and Association meetings, retaining these minutes in permanent forms and passing all current and past year minutes to the incoming Secretary at the end of each Association year, and working with other officers as needed.

TREASURER: The Treasurer shall perform the duties ordinarily connected with the office, including receipt and deposit of all monies of the Association in a checking account in the name of the Association in a bank approved by the Executive Board. Make all disbursements by check, and keep an itemized record of all receipts and disbursements. All disbursements may be made upon the approval of the President, except those in excess of \$250.00 which shall have the approval of the Executive Board. The Treasurer shall render to the Executive Board a financial statement at least once each quarter and submit records for an annual audit at the direction of the Executive Board.

SECTION 4. Advisory Counselor: In addition to the elected officers, there shall be an Advisory Counselor who shall serve as a member of the Executive Board and shall have administrative duties as specifically assigned by the President and the Executive Board. Normally the Advisory Counselor shall be the President from the previous year. If that person is unable to serve, the term of any unexpired portion thereof shall be filled by an available past officer.

ARTICLE IX – ELECTION OF OFFICERS

SECTION 1. Time and Method: The annual election of officers normally shall be held at the regular meeting of the Association in November. Newly elected officers will be installed at the last regular meeting of the Association in December.

SECTION 2. Qualifications. All candidates for the Elected Officers Positions must be Regular, Life or Retired members of the chapter in good standing at the time of nomination or appointment and for their complete term of office.

SECTION 3. Nominating Committee: It shall be the duty of the committee to select one or more nominees for each elective office, secure their acceptance and present the slate of officers at the October meeting. Such action by the Nominating Committee shall not preclude nominations from the floor. The Executive Board shall serve as the Nominating Committee.

SECTION 4. Unexpired Term: In case of a vacancy in any office, the President, with the approval of the Executive Board, shall appoint a member in good standing to fill the unexpired term of that office.

SECTION 5. Any officer may be removed from office by (A) majority vote by executive board or (B) a written petition signed by Ten percent (10%) of the membership and

concurrence of Seventy-five percent (75%) of the membership present, by secret ballot, at the next regular meeting of the Association.

ARTICLE X – EXECUTIVE COMMITTEE AND EXECUTIVE BOARD

SECTION 1. Executive Committee: The elected officers of the Association shall serve as the Executive Committee and shall meet at the discretion of the President.

SECTION 2. Executive Board: The Executive Board shall consist of the elected officers of the Association, the Advisory Counselor, and the chairs of standing committees, and shall be the governing body of the Association, subject to the provisions of the Constitution. The President of the Association shall serve as chair of the Executive Board. The Board shall bring such matters as it deems necessary before the members of the Association at any regular or special meeting.

SECTION 3. Meetings: The meetings of the Executive Board shall be held monthly at a time satisfactory to its members. Special meetings may be called by the President or by two other members of the Board.

SECTION 4: Quorum. A simple majority of the total Board of Directors shall constitute a quorum for the transaction of business.

ARTICLE XI - COMMITTEES

SECTION 1. Appointment: All committee chairs shall be appointed by the President for a term of one year, and shall serve as members of the Executive Board. Additional committees may be added by the President as deemed necessary. The committee chairs shall select their own members.

SECTION 2. Standing Committee: Standing Committees and their respective duties shall be as follows:

BUSINESS SEMINAR COMMITTEE: The chair of this committee shall have the responsibility of coordinating an annual workshop or seminar. This committee shall make all arrangements for speakers, subject material and facilities for the event. All advertising and public relations will be done with the assistance of the Public Relations Committee and the rest of the Executive Board as needed.

CERTIFICATION COMMITTEE: The Certification Committee Chairperson shall promote the benefits of professional certification by the Human Resources Certification Institute (HRCI). This committee shall be responsible for keeping the chapter informed of new developments in the human resource field and distributing materials for various certification courses. The committee chairperson will be responsible for planning and

conducting study groups, distributing study materials and resources, and serving as advisor to members seeking information on certification.

DIVERSITY: This committee shall be responsible for enhancing the efforts to recruit diverse professionals into membership and leadership ranks and shall oversee the development and delivery of programs, partnerships and resources that reflect the diverse interests of the Association. The committee seeks to achieve and maintain a chapter that reflects the diversity of the community and profession.

SCHOOL TO WORK COMMITTEE: This committee shall be responsible for enhancing the education of kindergarten through twelfth grade students by encouraging members to contribute their time and resources to local and state educational activities in cooperation and collaboration with schools. Participate in National Job Shadow Day.

LEGISLATION COMMITTEE: The Legislative Committee Chairperson shall provide periodic updates on the status of key legislative issues that affect the human resource management field through the newsletter and at membership meetings.

MEMBERSHIP COMMITTEE: The Membership Committee shall have the responsibility of recruiting members and reviewing all applications for membership, presenting them to the Executive Board for approval, and producing the annual membership directory. The chair of the Membership Committee shall prepare and maintain a current list of the Association's membership including a list of members who are also members of SHRM. The Committee extends an official welcome to new members. The committee also encourages and assists members of the Association to gain membership in the Society for Human Resource Management (SHRM).

NEWSLETTER COMMITTEE: This committee shall have the responsibility for distribution of a monthly Association newsletter and any other communications for the Association.

PROGRAM COMMITTEE: The Program Committee shall develop and schedule programs for the regular meetings and any special meetings of the Association as approved by the Executive Board, including choosing subject material and providing speakers. This committee shall make all arrangements for facilities for regular and special meetings of the Association. The chair of the committee shall be the Vice-President of the Association.

PUBLIC RELATIONS COMMITTEE: This committee shall have the responsibility for public relations, and shall be the liaison with all local and national press.

STUDENT LIAISON COMMITTEE: The chair of this committee shall serve as the liaison with the Texas A&M University student chapter of SHRM, and shall work with the committee members to lead in developmental activities that will aid the students in their study of human resources management and administration.

WEBSITE COMMITTEE: This committee shall have the responsibility for maintenance and upgrade of the Association Internet site.

SPECIAL COMMITTEES: The President shall have the authority to appoint special committees as the need arises.

ARTICLE XII - AMENDMENTS

Proposed amendments to the Constitution and By-Laws of the Association may be recommended at any time by any member in good standing by presenting them in writing to the President of the Association. At the next meeting of the Executive Board, the President shall present the proposed amendments. After approval by the Board, the Bylaws may be amended by a majority vote of the members present at any meeting 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. A two-thirds (2/3) vote of members present will be required for approval. 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 – PARLIAMENTARY PROCEDURE

All parliamentary procedures shall be governed by Roberts Rules of Order unless otherwise specified in this Constitution.

ARTICLE XIV -- 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 XV -- 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

Ratified by the Membership of Chapter and signed by:

Chapter President  Effective Date 12/6/07

Approved by:

SHRM President/CEO or President/CEO Designee Date _____