

BYLAWS OF
THE HUMAN RESOURCE ASSOCIATION
OF CENTRAL CONNECTICUT

Revised on November 7, 2007

ARTICLE 1 - IDENTIFICATION

1.1 Name

The name of the Chapter is the Human Resource Association of Central Connecticut (herein referred to as the "Chapter"). To avoid potential confusion, the Chapter will refer to itself as the Human Resource Association of Central Connecticut and not as SHRM or the Society for Human Resource Management.

1.2 Affiliation

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

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.

1.4 Fiscal Year

The Chapter's fiscal year is July 1 through June 30th.

1.5 Tax Status

The Chapter operates as a non-profit association, within the meaning of Section 501(c) (6) of the Internal Revenue Code of 1986.

ARTICLE 2 – PURPOSE

2.1 Purpose

The purpose of the Chapter is to serve the human resource community by providing: (a) superior professional development; (b) networking opportunities; and (c) educational resources to enhance the value of the profession.

2.2 Endorsement Policy

2.2.1 The Chapter will not endorse or in any other way recommend usage of any product, service, company, or consulting group. Any question of conflicts arising from this policy is to be resolved by a majority vote of the entire Executive Committee.

2.2.2 This policy will not limit the selection of speakers or sponsors for regular meetings or seminars as these speakers and sponsors will be invited without implied endorsement.

2.2.3 This policy will not limit the acceptance of advertising for the Chapter publications as the advertisements are accepted without implied endorsement.

ARTICLE 3 – MEMBERSHIP

3.1 Qualifications for Membership

The four membership levels are Professional, Affiliate, Student, and Honorary Life. To be eligible for membership, prospective members must meet the qualifications outlined below.

3.2 Professional Member

3.2.1 Professional membership is limited to those individuals who are engaged as one or more of the following:

3.2.1.1 Human resource practitioners actively working in, retired from, or in transition from human resource management;

3.2.1.2 Individual practitioners performing human resource functions to one or more businesses as an employee (W-2); an independent contractor (1099) or consultant through a third party;

3.2.1.3 Faculty members holding an assistant, associate or full professor rank in human resources management or any of its specialized functions at an accredited college or university;

3.2.1.4 Attorneys with experience in counseling and advising clients on matters relating to the human resource profession.

3.2.2 The rights and privileges of the Professional Member include the right to vote and hold any office in the Chapter.

3.3 Affiliate Member

3.3.1 Affiliate membership is limited to those individuals who are not human resource practitioners, but are involved in an occupation providing a service, product or support to the human resource profession, including but not limited to the following:

3.3.1.1 Recruitment and staffing

3.3.1.2 Payroll

3.3.1.3 HRIS and other human resources software products

3.3.1.4 Brokers of employee benefits, insurance and financial services

3.3.1.5 Relocation products and services

3.3.1.6 Outplacement products and services

3.3.1.7 EAP and Consulting specialties

3.3.1.8 Other products and services not mentioned above

3.3.2 Affiliate members will not comprise more than 25% of the total chapter membership.

3.3.3 Affiliate members have the same rights and privileges as Professional Members including the right to vote and the right to hold office in any role except for that of President, unless the Affiliate Member holds current certification from the Human Resource Certification Institute.

3.5 Student Member

3.5.1 Student members are limited to those individuals who are (1) pursuing a course of learning leading to employment in the human resources field or a related profession; and (2) who are not actively employed in a human

resource capacity. Coursework, taken or planned, should support an interest in Human Resource Management. Course of learning is defined as the equivalent of at least six (6) credit hours per term in a degree-seeking program.

- 3.5.2 Student members may not vote and may not hold office in the Chapter. Student members will generally pay lower dues and lower meeting costs as established by the Executive Committee.

3.6 Honorary Life Member

3.6.1 The Executive Committee may nominate and present an Honorary Life candidate to the membership. The membership, by a two-thirds vote at any regular meeting, may appoint the nominee as an Honorary Life member. Honorary Life members shall have made extensive and selfless contributions to the Chapter in support of its mission and vision in concert with the goals of SHRM and shall also have demonstrated exemplary achievements in the human resources profession.

3.6.2 Only one Honorary Life member may be appointed in any fiscal year.

3.6.3 Honorary Life members are entitled to the same rights and privileges of membership as are Professional members. Honorary Life members are not charged annual dues, but they are expected to pay the same fee as Professional members for any monthly meeting or special event they attend.

3.7 Dues

Annual dues in the amount established by the Executive Committee are due and payable as of July 1st for existing members. New member dues are payable immediately upon acceptance of membership by the Chapter.

3.8 Application

Qualified individuals who wish to join the Chapter should submit a completed a membership application to the Membership Chairperson. Membership applications are available from the Membership Chairperson or on the Chapter website.

3.9 Non Discrimination

There is no discrimination in membership because of race, color, religion, gender, sexual orientation, age, disability, marital status, national origin, ancestry or veteran status, or any other classification protected by state or federal law.

3.10 Membership Approval

All new memberships must be approved by the Membership Committee. Any application for new membership not approved by the Membership Committee must be reported to the Executive Committee. The Executive Committee reserves the right to determine eligibility of specific individuals for all categories.

3.11 Termination of Membership

3.11.1 Membership may be terminated for good cause by a two-thirds vote of the entire Executive Committee.

3.11.2 Membership is terminated automatically for non-payment of annual dues if dues are not paid within sixty (60) days of the annual renewal date.

3.12 Non-transferability

Memberships are not transferable to another individual.

3.13 Individual membership

Memberships are held in the individual's name, not in the name of the organization with which the member is affiliated.

ARTICLE 4 - OFFICERS

4.1. Officers

The Chapter officers are: President, President-Elect, Vice President, Secretary, Treasurer, and Immediate Past President.

4.2 President

The President shall serve as the Chief Executive Officer of the Chapter presiding at all Chapter meetings and providing leadership to meet Chapter objectives.

4.3 President-Elect

The President-Elect shall perform the duties of President during the President's absence. In the event of the President's inability to serve, the President-Elect will become President for the balance of the unexpired term and the following full term. The President-Elect shall perform all other duties as prescribed by the President.

4.4 Vice President

The Vice President shall perform such duties as prescribed by the President.

4.5 Secretary

The Secretary is responsible for recording and maintaining the minutes of all Chapter meetings and for ensuring that notices of all meetings and ballots are communicated to the membership.

4.6 Treasurer

4.6.1 The Treasurer is responsible for the financial affairs of the Chapter, including financial reports to the Board, membership billing, audits of the accounts as required, and managing Chapter assets. The Treasurer shall also authorize payments on behalf of the Chapter and keep full and accurate records of all such transactions.

4.6.2 All contracts, agreements, leases or other legal instruments executed in the Chapter's name and valued greater than \$5,000 must be approved by the President, Secretary, and, where appropriate, the Treasurer. All such acts and agreements must be approved by two-thirds vote of the entire Executive Committee.

4.7 Immediate Past President

The Immediate Past President shall support and guide the incoming President, and perform all other duties as prescribed by the President.

4.8 Term of Office

All officers shall assume office at the beginning of the fiscal year and shall hold office, in their first term, for one year except for the Treasurer who shall hold office for two years.

4.9 Removal from Office

An Officer may be removed from his/her position for good and sufficient cause by a two-thirds vote of the entire Executive Committee, except that the individual under review shall not be eligible to vote.

ARTICLE 5 - EXECUTIVE COMMITTEE

5.1 Members

The Executive Committee members are: President, President-Elect, Vice President, Secretary, Treasurer, Immediate Past President, the Membership Committee chairperson, and the Program Committee chairperson. Regular non-voting members will include the Chapter Administrator.

5.2 Duties

The Executive Committee shall manage, control and be fully accountable for the Chapter property, affairs, and business.

5.3 Qualification

5.3.1 Candidates for election or appointment to the Executive Committee must be Professional, Affiliate, or Honorary Life members in good standing at the time of their nomination or appointment. Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office.

5.3.2 If the basis on which an Executive Committee member was originally determined to be eligible for membership changes after election or during term of office, and it is deemed by the Executive Committee to seriously limit the participation of the Executive Committee member, the changes may be considered by the Executive Committee as cause for disqualification of the Executive Committee member. A two-thirds vote of the entire Executive Committee is needed to remove a disqualified Executive Committee member.

5.4 Term of Office

All Executive Committee members shall assume office at the beginning of the fiscal year and shall hold office for one year except for the Treasurer who shall hold office for two years. Any Executive Committee member may be nominated and elected to a second term of office. Officers may be nominated and elected for successive one year terms thereafter. Officers may not be elected to the same position for more than one year without a two-thirds vote of the entire Executive Committee. (Refer to term of office for officers.)

5.5 Vacancies

Any vacancy of the Executive Committee is filled for the unexpired term as follows. The President's term will be filled by the President-Elect. All other terms will be filled by a two-thirds vote of the entire Executive Committee.

5.6 Quorum

One-half of the entire Executive Committee's members shall constitute a quorum for the transaction of business. All members of the Executive Committee must be apprised of any impending vote. Executive Committee voting may be done electronically. Each Executive Committee member shall have one vote, except when a committee position is shared by Co-Chairs, in which case there shall be only one vote among the Co-Chairs for that position.

5.7 Presiding Officer

The President or, if absent, the President-Elect shall preside as Chairperson at all meetings of the Executive Committee.

ARTICLE 6 – COMMITTEES

6.1 General Committees

6.1.1 The number and kinds of committees will be determined by the Executive Committee to properly meet Chapter objectives. Committee members are appointed by the Executive Committee, unless otherwise noted. The committee chairperson and the Executive Committee members will seek interested members to participate in committee activities.

6.1.2 Each committee, with assistance from the Executive Committee, will appoint a committee chairperson. Chairpersons shall provide appropriate leadership to their committees. Chairpersons shall provide a report to the Executive Committee, either in person or in writing, at least quarterly on their progress toward Chapter objectives

6.1.3 Committees are established to provide the Chapter with special ongoing services such as Membership, Programs, Legislative Affairs, Professional Development, Community Relations and other areas, including ad hoc committees. Other committees may be established by the Executive Committee when deemed necessary to further the objectives and purpose of the Chapter.

6.2 Board of Directors

The Board of Directors consists of all members of the Executive Committee and all nominated committee chairpersons. The Board of Directors has no voting rights in conducting the Chapter business. Rather, the Board of Directors acts as a consultant and a source of Chapter constituency inputs for the Executive Committee.

6.2 Membership Committee

The Membership Committee is expressly authorized by and responsible to the Executive Committee. The Membership committee is responsible for recruiting and verifying the eligibility of Chapter membership candidates and for ensuring the retention of existing members.

6.3 Programs Committee

The Programs Committee is expressly authorized by and responsible to the Executive Committee. The Program Committee is responsible for coordinating the logistics of the membership meetings, and for identifying and recommending speakers and topics for meetings that fulfill the Chapter's purpose and objectives.

6.4 Personnel Committee

6.4.1 The Personnel Committee shall consist of the following ex-officio appointments: President, President-Elect, and the Immediate Past President, with the President serving as the Chairperson.

6.4.2 The Personnel Committee will conduct an annual review of all paid chapter employees and service contractors for the purpose of evaluating their performance and level of compensation. This review will be conducted in the tenth month of the fiscal year.

6.4.3 All recommendations of the Personnel Committee are subject to review and approval by the Executive Committee.

6.5 Nominating Committee

The President shall appoint a nominating committee consisting of at least three Professional or Honorary Life members and the President-Elect no later than three months prior to the expiration of the fiscal year.

ARTICLE 7 – ELECTIONS

7.1 Nominating Committee

The Nominating Committee will propose a slate of candidates to the Executive Committee for each of the officer positions.

7.2 Nominations

In the tenth month of the fiscal year, the membership will be provided with a proposed slate of nominees for officer positions. Electronic mail may be used for notification.

7.3 Voting

Each officer nominee is elected by a majority vote cast by a show of hands at a regularly scheduled Chapter meeting in the eleventh month of the fiscal year.

ARTICLE 8 – MEETINGS

8.1 Notice of Meetings

Notice of the time and place of meetings shall be given to all members at least ten days prior to the meetings. Electronic mail may be used for notification.

8.2 Regular Meetings

Regular chapter meetings may be held monthly, but no fewer than six times per fiscal year.

8.3 Annual Meeting

An annual meeting of the membership, including the installation of officers of the Chapter for the next fiscal year is held within the last quarter of the current fiscal year at such time and place as the Executive Committee determines. Failure to hold an annual meeting shall not result in any forfeiture or dissolution of the Chapter.

8.4 Executive Committee and Board of Directors Meetings

8.4.1 Executive Committee meetings are held at the discretion of the President.

8.4.2 Board of Directors meetings are held monthly, with the exception of August.

8.5 Quorum

8.5.1 Thirty-five (35) voting members present or represented by proxy, at a regular, annual or special 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 as otherwise provided by the Bylaws. A meeting may be adjourned or recessed by majority vote of the members present whether or not a quorum is present.

8.5.2 In most cases, votes will be taken in person, however the Chapter reserves the right to use a mail ballot, including electronic mail. In the case of a mail ballot, the secretary, or designated officer will mail ballots to the members' mailing address as it appears on the books and records of the Chapter. Thirty-five (35) voting members returning ballots shall constitute a quorum. Such quorums may, by majority vote, transact any business which may properly be brought before the Chapter.

8.6 Presiding Officer

At all membership meetings, the President or, if absent, the President Elect, shall preside as chairperson. If both are absent, then in the following order: the Vice President, the Secretary, the Treasurer, and the Immediate Past President shall preside. If none of the above officers are present, the chairperson is selected by a majority vote of the eligible voting members present. The Secretary or, if absent, any other person appointed by the chairperson shall record the meeting minutes.

8.7 Voting Eligibility

8.7.1 Every Professional, Affiliate, and Honorary Life Member of the Chapter in good standing will be entitled to one vote on any matter of Chapter business submitted for membership vote.

8.7.2 Where appropriate, the Executive Committee may submit any matter of Chapter business to the voting membership by ballot. Electronic mail may be used.

8.8 Roberts Rules of Order

Meetings will be conducted in accordance with Robert's Rules of Order unless otherwise specified by the President.

ARTICLE 9 - AMENDMENT OR REVISION OF BYLAWS

9.1 By-Law Amendments or Revisions

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.

ARTICLE 10 – CHAPTER DISSOLUTION

10.1 Dissolution

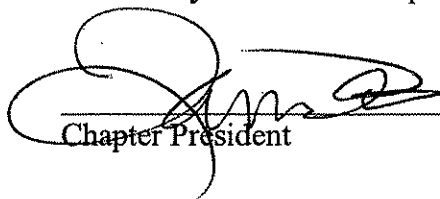
Upon the Chapter's dissolution the monies remaining in the Treasury after chapter expenses have been paid will be contributed to an organization deduced upon by the Executive Committee and Board of Directors at the time of dissolution (e.g. the SHRM Foundation, a local student chapter, a human resource degree program, or other such organization or charity), in accordance with the Internal Revenue Code or corresponding future Federal tax code.

ARTICLE 11 – WITHDRAWAL OF AFFILIATED CHAPTER STATUS

11.1 Withdrawal of 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.

Ratified by the Membership of the Chapter and signed by:


Chapter President

1-23-2008
Date

A. Meade
SHRM President/CEO or Designee

11-12-07
Date

OK
J. [unclear]
11/12/07