

**SOCIETY FOR HUMAN RESOURCE MANAGEMENT**  
**of WESTERN CONNECTICUT**  
**( S H R M - W C )**

**History**

The Society for Human Resource Management of Western Connecticut is a non-profit organization of human resource management professionals living or working in the greater Danbury region.

Human Resource managers representing 10 area companies founded the organization in October 1956. Originally named the Personnel Council, it was associated with the Danbury Chamber of Commerce. The goal of the organization is essentially unchanged: to serve as a resource in strengthening and promoting the human resource management function.

The Council prospered and developed. In August 1989 it emerged as the Personnel Management Association of Western Connecticut, operating independently from the Chamber of Commerce. Renamed the Society for Human Resource Management of Western Connecticut in 1995 following its affiliation with the Society for Human Resource Management (SHRM), the Chapter continues to serve its membership and the business community.

**Chapter By-Laws**

**ARTICLE I - NAME & AFFILIATION**

**Section 1: Name**

The organization named itself the Society for Human Resource Management of Western Connecticut (SHRM-WC) (herein referred to as the "Chapter"). To avoid potential confusion, the Chapter will refer to itself as SHRM-WC and not as SHRM or the Society for Human Resource Management.

**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.

**Section 4: 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.

Revised: 9/11/2014

## ARTICLE II - PURPOSES

SHRM-WC's purpose is to provide its members with the following:

- education
- informational exchange
- assistance in problem solving
- professional development
- professional networking
- to serve, when appropriate, as a collective voice or ear to the community

## ARTICLE III – FISCAL YEAR

The fiscal year of the Chapter shall be the calendar year.

## ARTICLE IV- MEMBERSHIP

### Section 1: Qualifications for Membership

Membership in SHRM-WC is open to persons holding human resource or related positions, in which their primary responsibilities are conducting, managing, or teaching human resource services, tasks, and activities. Membership is also open to those involved in an occupation providing a service, product or support to the HR profession and to those seeking employment in the field. Access to membership and participation cannot be denied on the basis of race, color, creed, gender, age, religion, national origin, handicap, marital status, veteran's status, sexual orientation, or disability.

### Section 2: Types of Membership

SHRM-WC offers memberships to individuals, not to organizations. The categories of individual memberships are:

**Local:** Non-SHRM members

**Dual:** SHRM members

**Non Profit:** Individuals employed by non-profit organizations

**Honorary:** Persons who retired from active employment after 10 years of continuous membership in SHRM-WC

**Student:** 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 resources 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.

### Section 3: Voting

Each member in the local, dual, non-profit membership and honorary categories may cast a single vote on each matter duly brought to the membership for its decision. Student Members are ineligible to vote. Voting may be conducted electronically.

#### **Section 4: Dues**

All members except honorary members pay dues for the membership year, defined as April 1<sup>st</sup> through the following March 31<sup>st</sup>. Dues are not pro-rated for partial year memberships. The amount of dues for each membership category is determined by the Officers and Board Members and approved by a vote of the Board. The dues for the next year must be determined prior to the sending of renewal notices and membership applications. The Board may approve, by a vote, the use of incentives for membership promotions. To be in good standing, dues and any unpaid fees must be paid in full.

### **ARTICLE V –CHAPTER MEETINGS**

#### **Section 1: Regular meetings**

Regular meetings of SHRM-WC are held monthly, unless cancelled or otherwise re-scheduled by the Officers and Board Members. The regular meetings for July and August are optional, at the Board's discretion.

#### **Section 2: Annual meeting**

The December regular meeting serves as the Annual Meeting. Chapter Officers and Board Members are elected at the Annual Meeting.

#### **Section 3: Notice of Meetings**

All meetings, regular or annual, require a notice to the membership at least 10 calendar days prior to their occurrence.

#### **Section 4: Quorum**

A minimum of twenty (20) members constitute a quorum. Electronic voting is acceptable. A simple majority vote of the quorum decides any matter duly presented to it.

### **ARTICLE VI –OFFICERS AND BOARD OF DIRECTORS**

#### **Section 1: Membership & Number**

Members of the Officers and Board of Directors for SHRM-WC are as follows:

- President
- President-Elect
- Past President
- Treasurer
- Secretary
- Five (5) At Large Members
- Regular non-voting members will include the Chapter Administrator

#### **Section 2: Qualifications**

All candidates for Officers and Board Members must be current SHRM-WC members in good standing and remain so during their terms of office if elected. Per SHRM By-Laws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office.

**Section 3: Terms of Service**

The President may serve only two consecutive terms in office. A former President who has not served as such for at least one year may serve again as President. The term of service of all other Board Members is not limited.

**Section 4: Election Procedures**

Officers and Board Members are elected annually by the membership. The President-elect constructs and presents the slate of Officers and Board Members to the membership. Voting may be conducted electronically.

**Section 5: Vacancies & Replacement**

The President appoints and with simple majority approval of the Board, a replacement for any Board position that becomes vacant. The President may replace a Board Member if that person does not regularly attend Board meetings, fails to carry out the position's responsibilities effectively, or engages in behavior inconsistent with the purposes and ethics of SHRM-WC or SHRM.

**Section 6: Voting & Participation**

Only the Officers and Board Members listed in Article VI, Section 1, may vote on Board matters. Committee members are encouraged to attend and participate in Board meetings but may not vote. To remain a member of the Board of Directors, the member is expected to attend at least 70% of the Board meetings and satisfy the requirements of Section 2 and 5 above.

**Section 7: Quorum**

A quorum is a simple majority of the filled Officers and Board Members positions listed in Article VI, Section 1.

**Section 8: Responsibilities**

The Board of Directors conducts and transacts all business of the Chapter except as proscribed otherwise in the Articles of Incorporation or By-Laws. Any general member in good standing may request that the President to place an item on the Board's agenda. The Board acts as a general overseer of the proper conduct of SHRM-WC's activities. The Board may promulgate rules and establish policies for the good of the Chapter.

**Section 9: Removal of Officers and Directors**

Any Officers and Directors 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 proposed.

**Section 10: SHRM Membership**

At least 50% of Officers and Directors shall be members of the national Society for Human Resource Management.

**ARTICLE VII- DUTIES & RESPONSIBILITIES OF THE BOARD OF DIRECTORS****Section 1: President**

Serves as the chairperson of the Chapter Board and hosts monthly membership programs. Prepares the agenda for Board meetings and ensures that committee reports are distributed before or during those meetings. Maintains close communication with Board and committee members in order to insure that

Board and membership meetings run smoothly. The President may appoint Board members to assume the duties of a vacant committee chair position on a temporary basis.

**Section 2: President-elect**

Substitutes for the Chapter President when absent. Prepares a slate of candidates for chapter Officers and Board Member to serve when s/he becomes President. May be required by the President to perform committee duties at any time. At the discretion of the President, shall assume the duties of a committee chair position when such position is vacant.

**Section 3: Past President**

Substitutes for the President when the President and President-Elect are absent and serves as the welcoming official at Chapter meetings and programs. May be required by the President to perform committee duties at any time. At the discretion of the President, shall assume the duties of a committee chair position when such position is vacant.

**Section 4: Treasurer**

Supervises the collection of annual dues, meeting fees, and other revenue and deposits those funds in the various banking and investment accounts approved by the Board. Dispenses funds to cover Chapter expenses and issues a financial report at each Board meeting. The Treasurer ensures compliance with all relevant financial and tax regulations.

**Section 5: Secretary**

Records the minutes of each Board meeting and distributes those minutes for approval prior to the next Board meeting.

**Section 6: Chapter Administrator**

Provides administrative and operational assistance to the chapter at the request of the President or designee(s). Duties may include executing financial transactions for the organization in concert with the Treasurer, maintaining the membership database, managing the registration process, acting in an advisory position to the board, and representing the chapter for membership inquiries. Administers the SHRM-WC website and controls website content, including program announcements, the job bank, and newsletter updates. Recommends website improvements. Assists with other methods of effective membership communication. Maintains Chapter archives.

**ARTICLE VIII –COMMITTEES**

**Section 1: Committees are established by the Board.**

Members are appointed by the Board and/or the Committee Chair.

**Section 2: Standing Committees**

The following standing or permanent committees of the Chapter provide the Chapter with its basic services and information.

**Section 2 (a): College & Student Relations Committee**

Promotes student interest in Chapter activities and oversees the Chapter's scholarship selection and award process.

**Section 2 (b): Legislative Committee**

Keeps informed about legislative and industry topics and events to ensure that Board and general members have the latest information on federal, state, and local issues that affect their activities.

**Section 2 (c): Membership Committee**

Promotes Chapter and SHRM membership. Conducts membership campaigns and manages annual renewal process. Responds to membership inquiries. Ensures membership engagement.

**Section 2 (d): Program Committee**

Sources and arranges chapter programs and speakers. Maintains a record of past programs and speakers, and reports to the Board on the evaluations of the programs and speakers.

**Section 3: Ad Hoc Committees**

Occasionally the Chapter may need services or information outside the spheres of the standing committees. The President, with the advice and with simple majority approval of the Board, may appoint ad hoc committees. These committees may include any Board member or chapter member having the relevant knowledge, expertise or contacts.

**ARTICLE IX - PROFESSIONAL CONDUCT**

**Section 1: Ethics**

SHRM-WC adopts and incorporates by reference the SHRM Code of Ethics. SHRM-WC does so in order to promote and maintain the highest professional standards among its members. SHRM-WC expects each of its members to honor, respect, and support the purposes of the Chapter and SHRM.

**Section 2: Non-solicitation**

The chapter adheres to its Non-Solicitation Policy, (incorporated by reference)

**ARTICLE X – PARLIAMENTARY PROCEDURE**

Meetings of the Board shall be governed by the rules contained in Robert's Rules of Order (newly revised) in all cases to which they are applicable and in which they are consistent with the Law and the Bylaws of the Council.

**ARTICLE XI AMENDMENTS & REVISIONS**

The Board must review the proposed changes and then send them to the membership for voting.

The Bylaws may be amended by a simple majority vote of the members provided a quorum (defined as twenty (20) members) 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. Electronic voting is allowed.

## ARTICLE XII – CHAPTER DISSOLUTION

In the event the Chapter dissolves pursuant to Article XI above, the remaining monies in the treasury, after Chapter expenses and financial obligations have been paid, will be contributed in accordance with IRS code to the SHRM Foundation.

## ARTICLE XIII – LOSS 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.

Ratified by the Membership of Chapter and signed by:

Chapter President Edyta Rostkowska Date 6/4/2015

Approved by:

SHRM President/CEO or President/CEO Designee T. O'Brien Date 5-5-15

Ratified by the membership of SHRM-WC June 2015