

## BY-LAWS

### Tippecanoe Area Human Resources Association

#### **ARTICLE I. IDENTIFICATION**

##### Section 1

The name of this association shall be the Tippecanoe Area Human Resources Association "herein referred to as the Association." To avoid potential confusion, the Association will refer to itself as Tippecanoe Area Human Resources Association and not as SHRM or the Society for Human Resource Management.

##### Section 2

This Association is an affiliate of the Society for Human Resource Management herein referred to as SHRM.

##### Section 3

The Association 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 Association. The Association shall not hold itself out to the public as an agent of SHRM without express written consent of SHRM. The Association shall not contract in the name of SHRM without the express written consent of SHRM.

#### **ARTICLE II. PURPOSE**

The purpose of this Association is to encourage cooperation among Tippecanoe area human resource representatives to:

1. Exchange information on issues and trends of human resources administration;
2. Promote research to improve the techniques and methods of human resources arena; and
3. Provide a medium for educational and professional advancement in the human resources arena for the members.

#### **ARTICLE III. MEMBERSHIP**

##### Section 1

Professional Members. Any adult person in the community who subscribes to the Association code of ethics and is *actively engaged in bona fide Human Resources function*, as a primary part of his/her *responsibilities* shall be eligible for membership. Professional members may vote and hold office in the Association.

All membership is subject to annual review by the Executive Committee.

Any individual who is employed by a for-profit vendor of Human Resources related services shall not be eligible for membership (consultants, temporary employment agencies, etc.).

## Section 2

The Executive Committee must approve application for membership.

## Section 3

- a. All memberships must be in the name of an individual.
- b. Firms may sponsor an individual's membership by paying his/her annual dues in the Association. If the sponsored member leaves the firm, the individual hired to fill his/her position with the firm may apply to complete the un-expired term of the sponsored membership. A sponsored member who leaves the employment of the sponsoring firm may continue his/her individual membership by paying dues for the remainder of the year.
- c. A member who has paid his/her own dues continues his/her membership without interruption if he/she changes employers but remains active in the Human Resources field.

## **ARTICLE IV. ORGANIZATION**

The Association shall consist of one general organization representing the entire body of membership. The Executive Committee shall formulate and recommend policy.

## **ARTICLE V. OFFICERS**

### Section 1

The Officers of the Association shall be: President, Vice-President, Treasurer, Secretary, and one Director. All Officers must be members of the organization throughout their term(s) of office and have paid all appropriate dues.

- a. The term of the President, Vice-President, Treasurer, Secretary, and Director shall be renewable, for up to two (2) one-year terms, by the vote of the membership. The Officers will assume their duties in January 1 and hold office until the close of the calendar year.
- b. The Vice President, Treasurer, and Secretary shall be elected at the October meeting.
- c. The Vice President for the preceding year shall automatically become President for the ensuing year.
- d. The retiring President of the Association shall automatically serve as Director following his/her retirement from the office of President.

### Section 2

Any vacancy occurring in any office of the Association shall be filled for the un-expired term of such office by a majority vote of the remaining members of the Executive Committee.



### Section 3

The President shall preside at all meetings, shall be responsible to the Executive Committee for the general supervision of the affairs of the Association, and shall perform such duties as are usually incident to this office. Per SHRM Bylaws, the President must be a member in good standing of SHRM.

### Section 4

In the event of the absence or incapacity of the President, the Vice-President shall perform the duties of the President. The Vice-President also serves as the Chair of the Program Committee.

### Section 5

The Treasurer shall have custody of all moneys and securities of the Association and keep regular books of accounts. He/she shall make disbursements by checks for expenses incurred for appropriate and relevant Association matters, as authorized by the President, and shall perform all duties usually incident to this office.

### Section 6

The Secretary shall issue notices of meetings, keep the minutes, distribute materials to the membership, and perform all duties usually incident to this office.

### Section 7

The Director serves as an advisor to the President and as a voting member of the Executive Committee. The Director also serves as the Chair of the Membership Committee.

### Section 8

Any officer may be removed from office, with cause, upon an affirmative vote of two-thirds of the entire Executive Committee at a duly constituted meeting.

## **ARTICLE VI. EXECUTIVE COMMITTEE**

### Section 1

The affairs of the Association shall be governed by an Executive Committee to consist of the President, Vice-President, Treasurer, Secretary, and Director of the Association.

### Section 2

The Executive Committee shall be responsible for carrying out the objectives and purposes of the Association and for the conduct of the business of the Association during the interim between meetings.

### Section 3

The Executive Committee shall meet at the call of the President, and a majority of the membership of the Committee shall constitute a quorum for the purpose of transacting business.

## **ARTICLE VII. NOMINATING AND VOTING**

### **Section 1**

Not later than the August meeting, the President shall appoint a Nominating Committee of five members of the Association, one of whom shall be designated by the President to serve as Chairman. The Nominating Committee shall give consideration to the qualifications of members to be nominated in terms of the offices to be filled, including such persons as may be recommended to the Committee's consideration by the members, and shall present such nominations at the September business meeting of the Association.

### **Section 2**

The nomination and election of Officers shall be the first order of business at the October business meeting of the Association. The Nominating Committee shall present its recommendations, and additional nominations may be made from the floor by any member. Such nominations from the floor must be seconded by another member.

### **Section 3**

The candidates for office shall be voted upon by the members present at the October business meeting, by ballot. The majority vote of those present and voting shall be sufficient to elect any Officer of the Association.

## **ARTICLE VIII. DUES**

### **Section 1**

Membership dues of the Association shall be for such amounts as recommended by the Executive Committee and approved by a majority vote of members present and voting at the regular November business meeting of the Association, or by a majority of the votes cast in the event of a mail ballot, provided that members of the association shall be notified of any proposal for a change in dues at least thirty days prior to the date of action thereon.

### **Section 2**

Dues are payable for the Association year which starts January 1. Dues for those joining after June 1 will be reduced by one-half of the annual amount. Those joining after October 1 will pay their dues for the following year with membership commencing immediately upon approval by the Executive Committee.

### **Section 3**

Membership shall be effective during the fiscal year in which dues are paid and no longer than three months thereafter.

## **ARTICLE IX. FISCAL MANAGEMENT**

### **Section 1**

The fiscal year shall run from January 1 through December 31.

## Section 2

The President with the advice and consent of the Executive Committee shall determine whether any bill or request for authorization for payment constitutes an appropriate and relevant expenditure. Any member of the Association may question any expenditure and request the Executive Committee to consider its appropriateness.

## Section 3

The Association accounts shall be audited by a committee appointed by the Executive Committee at the end of each fiscal year, and at any time during the year at the request of the Executive Committee.

## Section 4

If the Association were to disband, any assets of the Association will be donated to a not-for-profit organization, whose purpose is consistent with TAHRA, to be selected by the Executive Committee serving at the time of the decision to disband.

## **ARTICLE X. MEETINGS**

### Section 1

The Association shall meet the second Tuesday of each month for ten out of twelve months, at a time and place designated by the Executive Committee. No less than five days' notice shall be given by the Secretary to members of the Association of such dates and places as may be determined for the meeting. Except as provided elsewhere in these By-Laws, the majority vote of members present and voting shall be sufficient to carry any matter before the Association.

### Section 2

A meeting of the Association may be postponed or suspended by the Executive Committee when necessary because of exceptional circumstances, but notification of such postponement or suspension and the reasons therefore shall be given to the membership as soon as possible before the date and time on which the meeting would normally be held.

### Section 3

Members holding one-tenth of the votes entitled to be cast, represented in person or by conference call, shall constitute a quorum. The vote of a majority of the members present at any meeting at which there is a quorum, either in person or by conference call, shall be necessary for the adoption of any matter voted on by the members, except to the extent that applicable state law may require a greater number.

## **ARTICLE XI. PROCEDURE**

Except as herein provided, Robert's Rules of Order shall govern the proceedings of the Association.

**ARTICLE XII. AMENDMENTS**

Any provision of these Bylaws may be amended by a two-thirds majority vote of members present and voting at a regular business meeting of the association, or by two-thirds majority of the votes cast in the event of a mail ballot, provided that members of the Association shall be provided with written copies of any proposed amendment at least thirty days prior to the date of action thereon.

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 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.

Approved by the Association: November 9, 1971  
Revised and Approved: April 9, 1991  
Amended (V,1,a) and approved: June 8 1993  
Total revision and approval: April 12, 2005  
Slight Wording Amendment with no formal group approval : 02/19

Ratified by the Membership of Chapter and signed by:

Chapter President: \_\_\_\_\_

Date \_\_\_\_\_

Approved by:

SHRM President/CEO or President/CEO Designee: \_\_\_\_\_

Date \_\_\_\_\_

## Code of Ethics

As a member of the Tippecanoe Area Human Resources Association, a local chapter of the Society for Human Resource Management, I pledge myself to honor the following:

- Maintain the highest standards of professional and personal conduct.
- Strive for personal growth in the field of human resource management.
- Support the TAHRA goals and objectives for developing the human resource profession.
- Encourage my employer to make fair and equitable treatment for all employees a primary concern.
- Maintain the confidentiality of privileged information
- Refrain from using my membership in TAHRA as an avenue for solicitation of business for my employer or for my own personal business.

This Code of Ethics for the members of the Tippecanoe Area Human Resources Association has been adopted to promote and maintain the highest standards of personal conduct and professional standards among its members. Additionally, it has been adopted to protect regular members of TAHRA from being solicited during chapter meetings or following such meetings. Violations of this code of ethics should be reported to any member of the TAHRA Board of Directors for action by the full board.