



P.O. Box 1923
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CHAPTER BYLAWS

CENTRAL COAST HUMAN RESOURCE ASSOCIATION

Chapter of the Society for Human Resource Management

CHARTERED: October, 1982

REVISED: January, 1989

REVISED: November, 1989

REVISED: June, 1990

REVISED: January, 1994

REVISED: September, 1996

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REVISED: May, 2004

REVISED: September, 2006

REVISED: September 2008

REVISED: March, 2010

REVISED: December 2012

REVISED: June 2017

ARTICLE I – NAME AND AFFILIATION

Section 1.1: NAME

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

Section 1.2: AFFILIATION

The Chapter is affiliated with the Society for Human Resource Management (herein referred to as "SHRM"). The Chapter is Professional Chapter #0393 of the Society for Human Resource Management.

Section 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.

Section 1.4: ABBREVIATIONS

Central Coast Human Resource Association may be referred to as "CCHRA."

ARTICLE II – PURPOSE

The purposes of this Chapter, as a non-profit organization, are:

- i. to provide a forum for the personal and professional development of our members;

- ii. to provide an opportunity to develop leadership, managerial, public speaking and group decision-making skills;
- iii. to provide an arena for the development of trust relationships where common problems can be discussed and deliberated;
- iv. to provide an opportunity to focus on current human resource management issues of importance to our members;
- v. to provide a focus for legislative attention to state and national human resource management issues;
- vi. to provide valuable information gathering and dissemination channels;
- vii. to provide a pool of human resource management leaders for perpetuation of the Chapter and of SHRM;
- viii. to serve as an important vehicle for introducing human resource management professionals to SHRM;
- ix. to serve as a source of new members for SHRM; and
- x. to serve a part of the two-way channel of communications between SHRM and the individual members.

The Chapter supports the purposes of SHRM, which are to promote the use of sound and ethical human resource management practices in the profession and:

- a. to be a recognized world leader in human resource management;
- b. to provide high-quality, dynamic and responsive programs and service to our customers with interests in human resource management;
- c. to be the voice of the profession on human resource management issues;
- d. to facilitate the development and guide the direction of the human resource profession; and
- e. to establish, monitor and update standards for the profession.

ARTICLE III – FISCAL YEAR

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

ARTICLE IV – CODE OF ETHICS

The Chapter promotes and maintains the highest standards of personal and professional conduct among its members. Membership in this organization requires adherence to this code of ethics and serves to assure the integrity of the Human Resource Management profession. The Chapter adopts SHRM's Code of Ethical and Professional Standards in Human Resource Management for members of the Association in order to promote and maintain the highest standards among our members. Each member shall honor, respect and support the purposes of this Chapter and of SHRM.

By accepting membership in this organization, each individual acknowledges the following responsibilities:

- Maintain the highest standards of personal and professional conduct.
- Strive for personal growth in the field of Human Resource Management.
- Support the organization's goals and objectives for developing the Human Resource Management profession.

- Never engage in mass solicitation and solicitation during chapter events unless authorized in advance by the Board of Directors.
- Improve public understanding of the role of Human Resource Management.

ARTICLE V - MEMBERSHIP

Section 5.1: PURPOSE AND PARAMETERS

Our members share a commitment to develop and maintain high standards in the Human Resource Management profession. We benefit from the many volunteer leaders and members who dedicate their time and expertise. Due to the many contributions of our individual members, we are able to enhance the experiences of human resource professionals in many aspects of their multifaceted careers.

A prime privilege of membership is becoming part of a well-defined infrastructure of HR professionals who are interested in networking and learning from one another. As such, membership is an individual opportunity and privilege, and the individual member retains the membership for the period enrolled. Regardless of organizational or company affiliation or support, succession to membership is neither available nor permissible.

Section 5.2: MEMBERSHIP IN THE CHAPTER

Regular (professional) membership for individuals is available. Membership in the Chapter is held in the individual's name, not an organization with which the member is affiliated. Corporate or organizational membership is not available. Membership shall be open to those persons engaged in Human Resource Management; to those faculty members teaching in areas associated with Human Resource Management or Industrial Relations at an accredited college or university; to those full-time consultants or service/product suppliers in the areas associated with Human Resource Management; attorneys with experience in counseling and advising clients on matters relating to the human resource profession; or to those persons who have demonstrated to the satisfaction of the Board, a bona fide professional involvement in Human Resource Management.. Membership in the Chapter is neither transferable nor assignable. 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.

Section 5.3: STUDENT MEMBERS

Per SHRM guidelines, regular (professional) membership is designed for individuals currently working in the HR field, while student membership is designed for individuals exploring human resources and preparing to enter the profession. Membership shall be open to those individuals who are (a) enrolled either as full-time or part-time students, at freshman standing or higher; (b) enrolled in the equivalent of at least six [6] credit hours; (c) enrolled in a four-year or graduate institution and/or a consortium of these or a two-year community college with a matriculation agreement between it and a four-year college or university which provides for automatic acceptance of the community college students into the four-year college or university; (d) able to provide verification of a demonstrated emphasis in human resource management subjects; and (e) able to provide verification of the college or university's human resources or related degree program. Student members may not vote or hold office in the Chapter. A student member may be appointed by the Chapter president with approval by the Board to serve on a committee or in some other capacity that is deemed appropriate to support the objectives of the Chapter. A student member may not be a voting member of the Board.

Section 5.4: APPLICATION FOR MEMBERSHIP

Application for membership shall be made in writing on a form provided by the Chapter or electronically on the Chapter's website.

Section 5.5: MEMBERSHIP APPROVAL

All membership applications are approved by the Director of Membership with the concurrence of the Board.

Section 5.6: TERMINATION OF MEMBERSHIP

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

Section 5.7: ANNUAL DUES

Annual membership dues shall become payable on January 1 of each year or at the time of enrollment, whichever is sooner. The amount of membership dues shall be determined each year by the Board prior to the next enrollment year. The membership shall be notified thereof. Membership dues are valid for the calendar year from January 1 through December 31. If membership is approved and accepted during the year, membership shall be valid for the remainder of that year ending on December 31. However, if an individual is approved for new membership in November or December of the year for which he/she is seeking membership, membership for that individual shall be valid for the remainder of the year and through the end of the following calendar year (i.e., if an individual applies for new membership in November or December 2010 and membership is approved, his/her membership shall be valid through December 31, 2011).

Section 5.8: NON-SOLICITATION

Regular (professional) members or non-members who have services or products related to the HR profession may be allowed to sponsor member meetings and/or Chapter events. In return, a sponsor will be allowed to display at member meetings or events, and may display literature about the sponsor and the services or products provided by the sponsor at the member resources table.. A sponsor may respond to inquiries by individuals who approach the sponsor's displays and inquire about the sponsor or the products/services provided by the sponsor during or after the meeting or event. A Chapter member will not be allowed to solicit regular (professional) or student members in any other way during member meetings, or through any other member event. A Chapter member may not solicit regular (professional) or student members by mail, telephone, fax, email, personal visits, or by any other means. . A non-member may not use Chapter member names or other information gained through association with the Chapter to solicit regular (professional) or student members except as described above.

It is contrary to the purpose for which the Chapter was founded for any member to realize a monetary gain through business transactions, by virtue of his/her membership in this Chapter. The Chapter Board will terminate the membership of any member or disallow the attendance of a non-member at Chapter meetings or events who engages in unwanted solicitation or obtains names of other regular (professional) or student members without Board consent for future solicitation for the purpose of realizing a monetary gain.

ARTICLE VI – MEMBER MEETINGS

Section 6.1: REGULAR MEETINGS

Regular meetings shall be held at least five (5) times a year on the second Thursday of the month or as otherwise scheduled by the Board of Directors.

Section 6.2: ANNUAL MEETINGS

The annual meeting of the members for announcing the slate of nominees for Chapter Directors and Officers for the following year, and for conducting other appropriate business, shall be held in September or at such other time as determined by the Board of Directors.

Section 6.3: SPECIAL MEETINGS

Special meetings of members shall be held on call of the President, the Board of Directors or by members having one-twentieth of the votes entitled to be cast at such meeting.

Section 6.4: NOTICE OF MEETINGS

A notice of all meetings shall be posted on the website and/or sent to all members two weeks prior to the meeting.

ARTICLE VII - ELECTIONS AND BALLOTING

Section 7.1: MAIL/ELECTRONIC BALLOTING OFFICERS AND DIRECTORS

Election of Officers and Directors shall be conducted by ballot in accordance with the following procedures.

- (a) No later than the fifteenth (15th) day of October of each year the Nominating Committee, composed of the immediate Past President, or any prior Past President who remains a regular member, if the immediate Past President is not available, and no fewer than two (2) other members of the Chapter, shall prepare and submit to the President its list of nominees for the offices to be filled.
- (b) The list of nominees will be prepared and distributed to all voting members of the Chapter by the election date each year.

Section 7.2: ELECTION

The election of members of the Board of Directors by electronic mail is allowed provided the Chapter has had at least one in-person meeting that year. The Board of Directors is approved through an election process by the general membership of the Chapter. The process is a consent election wherein the slate is considered approved unless a majority of the membership indicates that it does not approve by casting a vote against the slate. Normally the electronic mail setting forth the slate of candidates will be sent to the membership of the Chapter during the month of November requesting that any votes against the slate of candidates be cast by return e-mail no later than a date prior to the end of the year as more specifically set forth therein.

Section 7.3: REFERENDUM AND OTHER MAIL BALLOTING

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

ARTICLE VIII - BOARD OF DIRECTORS AND OFFICERS OF THE CHAPTER

Section 8.1: NUMBER

The following shall be members of the Board of Directors of the Chapter:

Officers:

- 1) President
- 2) Immediate Past President
- 3) President Elect
- 4) Treasurer
- 5) Secretary

Directors:

- 6) Membership Director
- 7) Communications Director
- 8) Legislative Director
- 9) Professional Development Director
- 10) Member Resources Director
- 11) Program Director
- 12) Workforce Readiness Director
- 13) Diversity Director
- 14) Certification Director

Section 8.2: QUALIFICATION

All candidates for the Board of Directors and Officers of the Chapter must be qualified regular members of the Chapter in good standing at the time of nomination or appointment.

To qualify for President of the Board, per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office. He/she must have a current certification as SHRM-CP, SHRM-SCP, SPHR, PHR, GPHR or equivalent (i.e.: 8 years recent exempt level HR generalist experience; HR certification, Employment Law Attorney, etc.); he/she must have served CCHRA, another SHRM Chapter, or another nonprofit organization for a minimum of one (1) year in the capacity of Officer or Director; and must reside within the geographic region covered by the local chapter.

Section 8.3: ELECTION/TERM OF OFFICE

All elected Directors and Officers shall be chosen as provided in these Bylaws. Per SHRM, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office. Each elected Director and Officer shall assume office on January 1 following his/her election and shall hold office for two (2) years or until death, resignation or removal except that the Immediate President, Past President, and President Elect shall hold their respective offices for one (1) year terms or until death, resignation or removal. It is the expectation of the Chapter that staggering the election terms of the Directors and Officers will result in continuity and success of the Chapter's goals.

In order to implement staggered terms for Directors and Officers, the positions shall be elected for two (2) year terms commencing as follows:

ODD YEARS

- Secretary
- Membership Director
- Legislative Director
- Workforce Readiness Director
- Diversity Director

EVEN YEARS

- Treasurer
- Communications Director
- Member Resources Director
- Professional Development Director
- Program Director
- Certification Director

Section 8.4: VACANCIES

Any vacancy on the Board shall be filled for the unexpired term by vote of a majority of the total Board membership at any regularly constituted meeting.

Section 8.5: QUORUM

Forty percent (40%) of the total Board membership shall constitute a quorum for the transaction of business. The action of a majority of the Officers and Directors present at any meeting at which there is a quorum shall be the act of the Board.

Section 8.6: BOARD OF DIRECTORS' RESPONSIBILITIES

The Board of Directors shall transact all business of the Chapter except as prescribed otherwise in these Bylaws or other governing instruments of the Chapter. A Professional member in good standing may request the President to place on the agenda of the next regular Board of Directors meeting any action for consideration by the Board of Directors.

Section 8.7: APPOINTMENTS BY PRESIDENT

The President, with the ratification of the majority of the other members of the Board of Directors present at a Board meeting, may appoint a member of the Chapter to serve in a capacity that is deemed appropriate to meet certain goals of the Chapter such as web coordinator, social media intern/coordinator, or SHRM Foundation

coordinator. Appointees may attend Board meetings in a non-voting capacity and generally serve one-year terms.

Section 8.8: REMOVAL OF DIRECTOR AND OFFICER

Any Officer or Director 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 imposed.

ARTICLE IX - DUTIES AND RESPONSIBILITIES

All Board positions are held to the following general expectations and standards:

- Reflect credit on CCHRA, SHRM, and the human resource profession, and encourage others to do the same.
- Practice effective communication skills, which foster consensus and cooperation.
- Be decisive while maintaining a team approach, with the ability to recognize and support the Chapter's changing priorities and Board decisions.
- Be committed to CCHRA's mission and demonstrate a willingness to practice and share the Chapter's values and ethics, and represent the Chapter in the Human Resources community.
- Participate in the development and implementation of short-term and long-term strategic planning for the Chapter, and contribute to accomplishing the goals and objectives contained within the SHRM Chapter Activity Plan.
- As an elected officer of the Chapter, act as a responsible member of the Chapter's Executive Committee and take part in discussion and action on all business of the Chapter.
- When unavailable/unable to perform a key responsibility, makes arrangements for that responsibility to be carried out by a fellow Board member or other capable party.
- Orient incoming Board members and volunteers as needed.
- Attend 75% of Board meetings and a minimum of 67% of CCHRA events.
- Be a CCHRA member in good standing and maintain a current active SHRM membership in good standing during his/her entire term of office.

The responsibilities of each Board member shall be as outlined in the position descriptions maintained by the Board Secretary and distributed to the members on an annual basis. The position descriptions are subject to change as deemed necessary by the President and/or Board of Directors.

ARTICLE X -COMMITTEES

From time to time, the President may appoint a committee, subject to approval by the Board, to carry out specific tasks and duties as assigned. Directors may also form committees to assist them in the performance of their duties and responsibilities.

ARTICLE XI - PARLIAMENTARY PROCEDURE

Meetings of the Chapter 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 Chapter.

ARTICLE XII- AMENDMENTS OF BYLAWS

The Bylaws may be amended by a two-thirds affirmative vote of the members present at any meeting of the Chapter at which a quorum exists and in which required notice has been met, provided that notice of the proposed amendment is published on the Chapter website and/or distributed to all members at least two weeks prior to such 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. Any motion to amend the bylaws shall clearly state that it is not effective unless and until approved by the SHRM President/CEO and/or his/her designee.

ARTICLE XIII – 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 XIV – 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 XV – TERMS USED

As used in these Bylaws, feminine or neuter pronouns shall be substituted for those of the masculine form, and the plurals shall be substituted for the singular number in any place where the context may require such substitution or substitutions.

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: _____ Date: _____

Approved by:

SHRM President/CEO or President/CEO
Designee: *[Signature]*

Date: 7/12/17