

Lakeshore Area Human Resources Association
By-Laws

Article I. Identification

- 1.1 The name of the organization shall be the Lakeshore Area Human Resources Association (LAHRA) herein referred to as the Chapter. To avoid potential confusion, the Chapter will refer to itself as Lakeshore Area Human Resource Association (LAHRA) and not as SHRM or the Society for Human Resource Management.
- 1.2 The Chapter shall not be organized for profit or engage in any activity normally carried on for profit.
- 1.3 Affiliation. The Chapter is affiliated with the Society for Human Resource Management (herein referred to as "SHRM")
- 1.4 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. Purpose

- 2.1 The purpose of the Chapter shall be to advance the profession and serve the professional:
 - a) To promote sound human resource practices
 - b) To provide continuing education opportunities in the human resources field.
 - c) To provide opportunities for the exchange of human resources knowledge and experience.
 - d) To encourage better human relations in organizations.
 - e) To take action on legislative issues which affect human resource practices.

Article III. Membership

- 3.1 General Provisions. Membership in the Chapter may be as follows, as approved by the Board of Directors:
 - a) Professional-Membership is paid by an eligible person (as defined in Article 3.2) and shall remain in the person's name, without consideration as to an employer, as long as the person maintains eligibility (as defined in Article 3.2). Professional members have the right to vote and hold elective office.
 - b) Student-Membership of an eligible student in a SHRM affiliated college chapter to be non-voting and not eligible for elective office.

- c) Transitional-A previous professional member who is unemployed or transitioning from one job to another is eligible to extend membership per Board approval. Transitional members are non-voting and not eligible for elective office.

3.2 Members. Membership shall be limited to those persons actively engaged in and primarily responsible for a bona fide human resource function, as well as those individuals who do not meet the above definition, but who demonstrate a bona fide interest in Human Resources Management and the Purpose of the Chapter. Membership will be renewed annually in conjunction with the Chapter's fiscal year.

3.3 Application for Membership. Application for membership shall be made in writing on a form provided by the Chapter. All membership applications shall be reviewed by the Board of Directors within sixty (60) days of receipt. A notice of Board action shall be sent to the applicant within a reasonable time period following the review.

3.4 Termination of Membership. Membership in the Chapter may be terminated by a majority vote of the Board of Directors. A member shall not be entitled to a refund of any Chapter dues. Membership shall be terminated automatically for nonpayment of annual dues.

Article IV. Meetings

4.1 Regular Meetings. Regular monthly meetings shall be held from September through May at such times and places as the Board of Directors may designate.

4.2 Notice of Meetings. A notice of all meetings shall be sent to members at least ten days prior to the meetings.

4.3 Quorum. A majority of members present at a meeting shall constitute a quorum for the transaction of business.

4.4 Meeting Guests. Guest attendees at monthly meetings shall only be permitted through invitation of a regular member. A guest may attend a maximum of two meetings per membership year without becoming a chapter member.

4.5 Meeting Fees. Fees for both members and guests shall be determined by the Board of Directors.

Article V. Election and Balloting

5.1 Balloting: Officers and Directors. Election of officers and directors shall be conducted by ballot in accordance with the following procedure outlined:

- a) At the March board meeting each year the President-Elect shall prepare and submit to the Board a slate list of nominees for officers of the Chapter.

- b) The list of nominees shall be prepared and distributed to all voting members of the Chapter no later than the last day of March.

5.2 Elections. Each officer shall be elected on the basis of a majority of votes cast for that office. In the event a tie occurs during an election, successive balloting shall be conducted until one candidate receives a majority of votes cast. The results of the election for offices shall be presented at the April membership meeting.

5.3 Other Balloting. The Board of Directors shall submit any matter of the Chapter business to the voting membership for resolution by ballot.

Article VI. Board of Directors

6.1 Number. The following shall be members of the Board of Directors: , President, President-Elect, Secretary, Treasurer, five Members-at-Large, and a non-voting, board appointed, diversity liaison.

6.2 Qualifications. All candidates for the Board of Directors shall be professional members of the Chapter. Board Members shall not be elected to serve more than three (3) consecutive two (2) year terms in the same office and no more than ten (10) consecutive years on the board in any capacity. Term limits refresh after one (1) year board position vacancy. Per SHRM bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office.

6.3 Election. Term of Office. Each elected officer shall assume office in June of the year of election and shall hold office for a two (2) year-term. The position of President Elect shall serve a consecutive two (2) year term as President Elect and a consecutive two (2) year term as President. The positions of Secretary and Treasurer shall hold office for two (2) consecutive years commencing in 2010. The Member-at-Large (5) positions shall each hold office for two years with 2 positions commencing in 2010 and 3 positions commencing in 2011. The Diversity Liaison shall hold a two-year appointment as a non-voting position commencing in 2010.

6.4 Core Leadership Area (CLA) Directors. Core Leadership Area Directors shall have such powers and perform such liaison duties as the Board or the President may determine. The responsibility includes awareness sessions and initiatives in the particular CLA as determined by the President and the Board. He/she shall have the authority to appoint sub-committees to plan and implement the activities associated with the CLA for the year.

6.5 Vacancies. Any vacancy on the Board of Directors shall be filled for the unexpired term by a majority vote of the Board of Directors at any board meeting. Term limits refresh after one (1) year board position vacancy.

6.6 Quorum. A simple majority (5) of the elected Board of Directors present shall constitute a quorum for the transaction of business.

6.7 Removal of Director and Officer. Any Officer or Director may be removed from office, with cause, upon an affirmative vote of simple majority (5) of the entire elected 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 VII. Duties and Responsibilities

7.1 President. The President shall preside at meetings of the Chapter and the Board. He/she shall have general charge and supervision of the affairs and business of the Chapter. The President will provide leadership to the local chapter consistent with state, regional, and SHRM policy, strategies and objectives. Effectively operate the chapter so that the professional HR needs of the members are met. Serve as the primary media contact for the chapter. Perform other duties as required by the local chapter's bylaws. Serve as a voting member of the State Council.

7.2 President-Elect. The President-Elect, at the request of or in the absence of the President, shall perform any of the duties of the President and shall perform such other duties as the Board of Directors may determine.

7.3 Secretary. The Secretary shall be responsible for the preparation of minutes of all meetings of the Board; shall prepare and distribute annual dues statements; and shall perform such other duties as the President may determine.

7.4 Treasurer. The Treasurer shall be responsible for the financial affairs of the Chapter to include financial reports to the Board; arrangements for the annual examination and audit of the Chapter; and the performance of such other duties as the President may determine.

7.5 Members-at-Large. Members-at-Large shall assist the officers in meeting the goals and objectives of the Chapter.

Article VIII. Committees

8.1 Other Committees. The Board of Directors shall be authorized to establish committees to assist in conducting Chapter business, as necessary.

Article IX. Amendments

9.1 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.

9.2 Notices of proposed amendments shall be published and distributed to all board members, SHRM district official, and LAHRA general membership at least ten days prior to a vote.

Article X. Dissolution

10.1 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 XI. Statement of Ethics

11.1 The Chapter adopts SHRM's Code of Ethics Standards for the HR Profession for members of the Chapter in order to promote and maintain the highest standards among its members. Each member shall honor, respect and support the purpose of this Chapter and SHRM.

- The Chapter shall not be represented as advocating or endorsing any issue unless approved by the Board of Directors.
- No member shall actively solicit business from any other member at Chapter meetings or through the use of information provided to him/her as a member of the Chapter without the approval from the Board of Directors.

Article XII. 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.

Implemented May 1, 1989

Amended May, 1997

Amended May, 2003

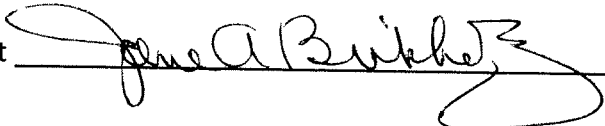
Amended May, 2004

Amended November, 2005


Amended February 2010 April

Amended

Ratified by the Membership of the Chapter and signed by:

Chapter President  Date 4/23/10

Approved by:

SHRM President/CEO or President/CEO Designee  Date 3/31/10