

# **ALBEMARLE/CHARLOTTESVILLE HUMAN RESOURCE ASSOCIATION BYLAWS**

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## **ARTICLE I – NAME, MISSION, GOVERNMENT, AFFILIATION AND ETHICS**

### **Section 1.1: Name**

The name of this organization is the Albemarle/Charlottesville Human Resource Association (herein referred to as ACHRA). To avoid potential confusion, the Chapter will refer to itself as ACHRA or Albemarle/Charlottesville Human Resource Association and not as SHRM or the Society for Human Resource Management.

### **Section 1.2: Affiliation**

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

### **Section 1.3: Relationships**

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

### **Section 2.1: Mission**

The mission of ACHRA is to serve as a recognized resource and provide leadership to its membership and in the business community through sharing and promoting best practices in human resource management. ACHRA promotes and fosters a strong affiliation with the Society for Human Resource Management in an effort to improve information and opportunities for its members.

### **Section 2.2: Purpose**

The purposes of ACHRA, 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 ACHRA 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 as part of the two-way channel of communications between SHRM and the individual members.

ACHRA 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.

### **Section 3: Government**

ACHRA shall be governed by the Bylaws, which shall become effective immediately upon adoption. The Association year shall be January 1 through December 31.

### **Section 4: Society for Human Resource Management Affiliation**

In order to maintain chapter affiliation with the Society for Human Resources Management (SHRM), thirty percent (30%) of ACHRA members are required to be SHRM national members.

### **Section 5: Statement of Ethics**

ACHRA is an Equal Opportunity Organization without regard to race, religion, sex, sexual orientation, national origin, age, disability, or veteran status in connection with, but not limited to, membership, committee appointments, and candidates for office. ACHRA has a separate Code of Ethics which all members are expected to follow and its provisions are incorporated herein by reference.

## **ARTICLE II – MEMBERSHIP AND DUES**

### **Section 1: Qualifications for Membership**

The qualifications for membership in ACHRA shall be as stated in Sections 2A-2D of this Article. To achieve the mission of ACHRA 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 2: Term and Classes**

Membership in ACHRA shall be on a personal and not a Company basis. Persons possessing the necessary qualifications may, upon approval of ACHRA, be admitted to membership in one of the four membership classes. Human resource management could include, but not be limited to, the following responsibilities and/or functional areas: Strategic Management; Workforce Planning and Employment; HR Development; Compensation and Benefits; Employee and Labor Relations; Relocation; and Occupational Health, Safety and Security.

**(A) PROFESSIONAL MEMBERS:** Individuals who are engaged in the profession of human resource management, whose current job responsibilities involve a single or combination of the above-referenced areas, and who meet one of the following criteria:

I. Possess at least three (3) years of exempt-level human resource management experience.

II. Are certified by the Human Resource Certification Institute (PHR or SPHR).

III. Are faculty members holding assistant, associate or full professional rank in human resource management or any of its specialized functions at an accredited college or university and have at least three (3) years of experience at this level of teaching.

IV. Are full-time consultants with at least three (3) years experience as a practitioner in human resource management.

**(B) GENERAL MEMBERS:** Individuals who are engaged in the profession of human resource management in exempt positions, but do not meet the requirements of Professional Membership.

**(C) ASSOCIATE MEMBERS:** Individuals in non-exempt human resource management positions or those who do not meet any of the foregoing categories, but have a professional, bona fide interest in human resource management.

**(D) STUDENT MEMBERS:** Persons who are students and members of a student chapter affiliated with SHRM.

It is the responsibility of each member to inform ACHRA in writing within thirty days whenever duties no longer involve human resource management as identified above and/or duties change, causing his/her professional membership class to be different.

## **Section 3: Approval of Membership**

An applicant must submit a completed application to the Membership Committee, which will review the application and make recommendations for approval, if appropriate. The applicant will be notified of the final decision.

**Section 4: Non-Solicitation Policy**

Active solicitation of business during ACHRA events is prohibited, unless authorized in advance by the Board of Directors. In addition, the ACHRA membership roster is not to be used to solicit business.

Any breach of this policy will be addressed with the individual by a member of the Board. The Board may take action, up to and including revocation of membership, depending upon the severity and frequency of the behavior.

**Section 5: Membership Voting Status/Eligibility**

Membership voting status and eligibility to hold office is as follows:

<b>Class</b>	<b>Voting</b>	<b>Hold Office</b>
a. Professional Member	Yes	Yes
b. General Member	Yes	No
c. Associate Member	No	No
d. Student Member	No	No

A member with voting privileges shall be entitled to vote as a member in good standing, provided that the member's dues have been paid for the current year. Votes shall be tallied by an Ad Hoc Committee appointed by the Board of Directors.

**Section 6: Resignation**

In case of resignation from ACHRA, a member may not designate a substitute. A separate application for membership must be made by a successor in order to become affiliated with ACHRA.

**Section 7: Membership Dues**

Active membership in ACHRA is maintained by payment of annual dues within 60 days of the beginning of the calendar year. If dues are not paid within that time period, membership shall be suspended automatically. Membership will be reactivated if the annual dues are paid within the calendar year. If dues are not paid for more than one year, reapplication for membership is required.

Payment of membership dues must accompany all applications for membership. The membership dues for new members who join ACHRA in December shall also be considered dues for the following calendar year.

The dues amount for annual membership shall be established for the next calendar year by the Board of Directors prior to the distribution of renewal invoices.

Annual membership dues shall be waived for the members of the ACHRA Board of Directors for the year in which they serve. This includes elected officers and appointed committee chairpersons.

### **Section 8: Member Expulsion**

Upon receipt of written charges signed by two-thirds (2/3) or more members, officers, by majority vote, may expel any member for cause, provided such member shall first have been advised of the charges and given a hearing by the Board of Directors.

## **ARTICLE III – OFFICERS, BOARD OF DIRECTORS, AND COMMITTEES**

### **Section 1: Officers**

The officers of ACHRA shall be: President, President – Elect, Secretary, and Treasurer.

All candidates for office must be qualified professional members of ACHRA in good standing at the time of nomination or appointment.

All officers are members of the Board of Directors. Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his or her term of office.

A current officer who loses professional membership status but remains active in ACHRA may continue to serve out the completion of his/her elected term with a 2/3 majority vote of the attending membership at a general membership meeting.

The President shall serve as the presiding officer at general membership meetings.

The President-Elect shall perform the duties of the President during the President's absence or if the President resigns or is unable to serve. The President-Elect shall have other responsibilities and perform other such duties as the President may deem appropriate.

The Secretary shall be responsible for the preparation of the record of proceedings of all meetings and of other business meetings of ACHRA.

The Treasurer shall be responsible for the financial affairs of ACHRA. This responsibility shall include the preparation, interpretation, and dissemination of an annual budget as well as periodic financial reports to membership. The Treasurer shall also perform other duties as determined by the President.

All officers shall be elected annually by the general membership and begin their one-year terms upon their installation. If an officer is unable to complete the term of office, the Board of Directors may appoint a replacement to complete the term.

## **Section 2: Committees**

Committees shall be established by the officers of ACHRA. The chairpersons of these committees shall be members of the Board of Directors. The chairpersons of each committee can appoint people to their respective committee. Standing Committees may include: Membership, Programs, and Professional Development. Ad hoc and special project committees may be established by the Board of Directors as needed.

## **Section 3: Officer and Director Expulsion**

Any director or officer may be removed from office, with cause, upon an affirmative vote of two-thirds (2/3) of the entire Board of Directors at a duly constituted Board of Directors meeting.

## **Section 4: Quorum**

A simple majority of the total Board of Directors shall constitute a quorum for the transaction of business. The act of a majority of the Board of Directors present at any meeting at which there is a quorum, either in person or by conference call, shall be the act of the Governing Body, except to the extent that applicable state law may require a greater number. In addition, the Board may act by unanimous written consent of all voting members.

## **Section 5: Board of Directors' Responsibilities**

The Board of Directors shall transact all business of ACHRA except as prescribed otherwise in these Bylaws or other governing instruments of ACHRA. 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.

# **ARTICLE IV – MEETINGS**

## **Section 1: Meetings**

A general meeting of the membership shall be held the second Tuesday of each month, or as otherwise determined by the Board of Directors.

## **Section 2: Installation of Officers**

The installation of officers shall be held in December of each year.

### **Section 3: Quorum**

One-half (1/2) of the members present at regular meeting shall constitute a quorum.

### **Section 4: Parliamentary Procedure**

Meetings of the membership or Board of Directors of ACHRA shall be governed by the rules contained in Robert's Rules of Order in all cases to which they are applicable and in which they are consistent with the laws and the Bylaws of ACHRA.

### **Section 5: 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: Notice of Meetings**

Notice of all special and general meetings shall be given to all members at least ten days prior to the meetings. Notice of regular meetings shall be given to all members at least seven days prior to the meeting.

## **ARTICLE V – FINANCES**

### **Section 1: Finances**

The Treasurer shall have custody of all ACHRA funds. He/she shall maintain an accurate account of all revenues and expenditures. The accounts shall be available for review by any ACHRA officer or member upon request.

### **Section 2: Financial Authority**

An annual budget will be presented to the membership for review and approval within the first quarter of the year. For any expenditures incurred prior to membership approval of the budget, the President and Treasurer shall authorize those expenditures. Non-budgeted expenditures in excess of \$500 must be approved by the vote of membership quorum present at a regular meeting.

## **ARTICLE VI - 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 ACHRA are inconsistent with or contrary to the best interests of SHRM. Prior to withdrawal of such status, ACHRA 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 ACHRA 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 VII – CHAPTER DISSOLUTION**

**Section 1: Finances**

In the event of ACHRA’s dissolution, any remaining monies in the treasury, after chapter expenses have been paid, will be contributed to organizations serving the community, as determined by the Board of Directors at that time.

**ARTICLE VIII – AMENDMENTS TO BYLAWS**

**Section 1: Amendments**

The Bylaws may be amended by a majority vote of the members present at any meeting at which a quorum exists and in which all ACHRA members have been notified at least ten (10) days prior to the meeting at which the vote will take place, 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 IX – 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.

Ratified by the Membership of Chapter and signed by:

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

Date \_\_\_\_\_

Approved by:

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

Date \_\_\_\_\_

23 JUNE 1964  
11 MARCH 1969 (AMENDED)  
9 DECEMBER 1969 (AMENDED)  
13 NOVEMBER 1969 (AMENDED)  
10 NOVEMBER 1981 (AMENDED)  
8 APRIL 1986 (AMENDED)  
14 MARCH 1989 (AMENDED)  
29 APRIL 1992 (AMENDED)  
12 OCTOBER 1993 (AMENDED)  
12 SEPTEMBER 1995 (AMENDED)  
13 JUNE 2000 (AMENDED)  
9 APRIL 2002 (AMENDED)  
14 DECEMBER 2004 (AMENDED)  
11 JULY 2006 (AMENDED)  
8 NOVEMBER 2006 (AMENDED)