



**GREENVILLE SOCIETY FOR HUMAN RESOURCE MANAGEMENT  
BYLAWS (Revised 1-13-17)**

**Article I – Name and Affiliation**

- Section 1. **Name:** The name of this professional association shall be Greenville Society for Human Resource Management, also known as Greenville SHRM (herein referred to as "GSHRM" or the "Chapter").
- Section 2. **National Affiliation:** GSHRM is affiliated with the Society for Human Resource Management (SHRM). GSHRM is SHRM Chapter Number 049.
- Section 3. **Legal Status:** GSHRM is chartered as a non-profit corporation in South Carolina under Section 33-31-1005 of the 1976 South Carolina Code of Laws, as amended. GSHRM holds tax exempt status under the Internal Revenue Code.
- Section 4. **Relationships:** GSHRM 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 GSHRM. GSHRM shall not hold itself out to the public as an agent of SHRM without express written consent of SHRM. GSHRM shall not contract in the name of SHRM without the express written consent of SHRM.
- Section 5. **Distribution of Chapter Assets:** Should GSHRM become inactive or cease to exist, the assets of the Chapter shall be distributed in accordance with Article XIV South Carolina statutes and in accordance with applicable provisions of the Internal Revenue Code.

**Article II – Purpose**

- Section 1. **Vision:** GSHRM will be a locally recognized authority whose voice is heard on the most pressing people and business management issues of the day – now and in the future.
- Section 2. **Mission:** To operate a professional SHRM chapter in a way that enhances and supports the profession, as well as the development of the human resource professional, so that GSHRM is considered a valuable resource to the human resource practitioner, local businesses, and the community at large.
- Section 3. **Objectives:**
- To provide activities to the membership which promote professional development;
  - To provide members leadership development opportunities;



- To provide current information on human resource trends and practices and develop partnerships to address people management challenges that influence the effectiveness and sustainability of their organizations and communities;
- To provide a network for the exchange of ideas and problem solving;
- To provide information on legislative issues that impact the human resource profession, and to partner with SHRM in national and state grassroots networks;
- To promote the use of sound and ethical human resource management practices in the profession and further the role of HR as advisor and advocate;
- To attract and engage senior HR executives and business / organization leaders; and
- To expand the reach of GSHRM throughout the community by becoming the voice of HR on social media and with local business publications.

#### **Article III – Fiscal Year**

GSHRM shall operate on an annual fiscal year beginning January 1st and ending December 31st of each year.

#### **Article IV – Membership**

Section 1. Qualification for Membership: The qualifications for membership in the Chapter shall be as stated in Sections 2, 3, 4, 5, and 6 of this Article. To achieve the mission of GSHRM there shall be no discrimination in individual memberships because of race, religion, sex, sexual orientation, gender identity, gender expression, age, color, national origin, disability, or veteran status or any other classification protected by law. Memberships are individual and are not transferable to other individuals. GSHRM reserves the right to deny or cancel a membership when such membership may pose a conflict of interest with GSHRM's objectives.

GSHRM will strive to exceed the SHAPE requirement for the national SHRM membership percentage.

Section 2. Professionals: 1) Individuals that have been or are currently fully engaged in human resource management.

Section 3. Professional Partners: 1) Individuals whose career path has covered traditional HR functions and whose position or business directly flowed or flows to or from an organization's HR function (e.g. compensation, benefits, diversity, recruitment, safety and training). Employment activities typically include but not limited to: consulting, outplacement, HRIS, temporary services, payroll services, benefit services, legal services, and recruiting. Full time attorneys must belong to firms that represent management solely. 2) Individuals who have been or are involved in business management and who have a vested interest in developing and maintaining a strong



knowledge of human resource functions. Employment activities typically include but are not limited to: business ownership and operations management. 3) Individuals who have been or are actively engaged in non-profit, university, or governmental education/training fields or other agencies that provide human resource related services. Examples include career development directors with colleges, employment specialists with non-profit placement services, and state Department of Employment and Workforce officials. Individuals in this sub-category employed by non-profits may pay the Professional annual dues rate. 4) Faculty members holding assistant or full professor rank in a human resources curriculum. 5) Full-time human resources consultants whose work consists of providing contract strategic, operational, and administrative human resource services to companies and whose scope of work with contracting companies involves all functions relating to the practice of human resources. In order to be classified as a human resources consultant under the Professional category of membership status, the member or candidate for membership must be certified by SHRM or another recognized authority associated within the human resources field.

- Section 4. Presidents. There are no annual dues payments for current presidents and past presidents for four years following service as president, which would yield a total of 5 years per person.
- Section 5. Retirees and Lifetime Members. Individuals who are retired from active full-time employment in the human resource profession. Individuals that are designated as honorary lifetime members via Board of Directors approval. Such members will be responsible for payment of meal costs at meetings they attend but will not pay annual dues. Retired members and Lifetime members may vote and hold office in the Chapter.
- Section 6. Students. Students enrolled in an accredited college or university where the course of study's primary emphasis is human resources. Student members may not vote or hold office in the Chapter. Student members may serve on the Board if appointed by the President, but only in a non-voting advisory capacity.
- Section 7. Solicitation: There shall be no solicitation, either orally or through printed material, during GSHRM meetings or social hour except for the social sponsor(s) hosting the specific meeting and any other GSHRM-sanctioned business or activity. No member may use the GSHRM Membership Directory for purposes of solicitation or providing information about their organization. Members determined to be soliciting by a Board of Directors investigation will be subject to administrative action up to and including expulsion from membership without a refund of dues. There is no re-application period for expelled members.
- Section 8. Application for Membership: Application for membership shall be made in a format acceptable to GSHRM. Individuals applying for membership must meet the requirements of at least one category of membership.



- Section 9. Membership Election: Applicants seeking membership in GSHRM must complete the membership application and self-select their appropriate membership category from a list of eligible membership categories. Eligible applicants will be invited to join GSHRM. Once dues payment is received, applicants will receive confirmation of their membership and will be invited to attend the next scheduled New Member Orientation.
- Section 10. Termination of Membership: An individual's membership in GSHRM may be terminated for good cause by a two-thirds vote of the Board of Directors. In addition, any member may petition the Board of Directors for revocation of a member's GSHRM membership for good cause.

#### **Article V - Membership Dues**

- Section 1. Any change of annual membership dues shall be approved by the Board of Directors, announced and voted on by the general membership during the last quarter of the year preceding any change. The new dues structure will be effective the next calendar year.
- Section 2. Dues will be payable by January 31<sup>st</sup> of each year. A renewing member must pay full dues no matter when the renewal is submitted. Members who fail to renew shall be treated as new applicants if they seek to renew membership status in a subsequent year.
- Section 3. Provisions for partial billing of GSHRM membership dues are as follows:
- Members accepted on or before June 30<sup>th</sup> - Full dues
  - Members accepted on or after July 1 to October 31<sup>st</sup> - Half dues
  - Members accepted on or after November 1<sup>st</sup> - Full dues to be applied to the next calendar year

#### **Article VI - Meetings**

- Section 1. GSHRM will hold a minimum of ten general monthly membership meetings each year, unless determined otherwise by the board.
- Section 2. Guests will be limited to two general monthly membership meetings a year with guest status unless an exception is granted annually by the board of directors.
- Section 3. The Board of Directors meeting shall generally be held the week following the general monthly membership meeting. The meeting may be postponed if deemed necessary by the President and rescheduled on the next suitable day.
- Section 4. Business meetings of the officers shall be called by the President, as she/he deems necessary.



## **Article VII - Board of Directors**

**Section 1.** The Board of Directors shall consist of thirteen (13) members, all of whom shall be active members of GSHRM. Newly elected Directors and Officers assume their office on January 1<sup>st</sup>.

**Section 2.** The Board of Directors shall be composed of the following Officers/Directors:

- 1) President
- 2) President-Elect
- 3) Board Advisor (Past President)
- 4) Treasurer
- 5) Treasurer Elect
- 6) Chapter Operations Director\*; and
- 7) 7 Committee Directors

\* The Chapter Operations Director shall be an ex-officio member of the board. This is a non-voting position.

The President-Elect will chair the Strategic Planning Committee.

**Section 3.** The Board of Directors shall strive to represent the diversity of the overall membership.

**Section 4.** The President may appoint a member of a student chapter or student chapter advisor to participate on the Board in a non-voting, advisory role.

**Section 5.** Qualifications for Board Membership include:

- Current and active membership in GSHRM.
- Per SHRM bylaws, the President must be a current member in good standing of SHRM through his/her term of office.
- The President-Elect and at least seventy-five (75) percent of all Board members must be current members in good standing of SHRM through their term of office.
- History of regular attendance at GSHRM functions and/or active committee participation.
- 3-5 years' work experience in the human resources field.
- Commit time and energy to the Chapter, to include regular and consistent attendance at monthly Board meetings, general membership meetings, and other business meetings appropriate for the elected position.
- Support and participate in Chapter activities.



- Section 6. The Board of Directors shall have the general direction and control of the affairs of the Chapter in accordance with the duties of the Board of Directors. The President and President-Elect of GSHRM should participate in the SHRM Leadership Conference/event if one is held. Board members are encouraged to participate in the state/regional leadership conference/event if held.
- Section 7. The majority of the Board members as specified by the bylaws shall constitute a quorum for the transaction of business at any meeting. Business decisions requiring a vote and subsequent quorum will be tabled until either the next appropriate meeting or via a board approved alternate voting method is taken. Quorum requirements remain the same as in-person voting.
- Section 8. A Board member who cannot or does not fulfill the duties of the office may resign or be asked to resign upon an affirmative vote of two-thirds of the entire Board of Directors. A GSHRM member in good standing may submit a written petition to the Board of Directors for removal of a Director.
- Section 9. Any vacancy on the Board of Directors, except for President-Elect, shall be filled by a presidential appointee for the unexpired term upon an affirmative vote of two-thirds of the entire Board of Directors. See Article VIII, Section 2 regarding a President-Elect vacancy.
- Section 10. The nomination and election of the Board of Directors will be in accordance with Article VIII, Section 1.
- Section 11. Directors will serve two years with terms to be staggered, three (3) Directors to be elected in one year and three (3) Directors in the next year. Board members may not serve more than two (2) consecutive terms in the same position with the exception of Treasurer, who may only serve one term, unless approved otherwise by the Board.

#### **Article VIII - Election of Officers/Directors**

- Section 1. The following provisions apply to the nomination and election of Officers/Directors:
- a) Nominations shall be made from the membership-at-large.
  - b) A nominating committee (comprised of the President, President-Elect, Past President, and two other GSHRM members) should be appointed by the President no later than August of each year. The committee shall present its nominations to the membership in a subsequent general meeting, publish the nominations on the GSHRM website and in the GSHRM newsletter.



- c) A ballot and write-in ballot requiring signature or electronic signature should be communicated in the manner approved by the Board of Directors to the membership for return by October 15th.
- d) The election results should be announced at a general membership meeting and published on the GSHRM website and in the GSHRM newsletter.
- e) The newly elected Officers/Directors will be presented at the November general membership meeting and sworn into office in an installation ceremony at the January Board meeting.

Section 2. Should the President-Elect be unable to take office, a special election shall be held to fill the vacancy. Should the President be unable to serve out his/her term of office, the President-Elect will assume the office of President.

#### **Article IX - Duties of Officers**

Section 1. The President: The President shall be the Chief Executive Officer of GSHRM. The President shall serve as the presiding officer at meetings of the members and of the Board of Directors and shall have general charge and supervision of the business affairs of GSHRM. The President provides leadership and direction for GSHRM. The President has final responsibility for the reasonable and prudent management of GSHRM's finances. The President shall have spending authority to approve unbudgeted expenditures under \$300, and shall report such expenditures during the following board meeting. The President shall also perform other duties as assigned by the Board.

The President or designee will represent GSHRM at the South Carolina State Council. The President or designee (not a Chapter member in a state council role) is expected to attend at least the minimum number of state council meetings held within the state as required by SHRM to qualify for the highest award level under the SHRM Affiliate Program for Excellence (SHAPE).

The President shall attend the annual SHRM Conference, and/or the SC State Council Conference. GSHRM shall reimburse the President for all reasonable costs in attending such conferences.

No later than January 31<sup>st</sup>, the outgoing President shall submit a written report to the membership summarizing the activities and financial state of the Chapter.

Section 2. The President-Elect: The President-Elect performs the duties of the President in his/her absence, and coordinates with the Treasurer to develop the annual budget for the upcoming year. The President-Elect shall prepare him/herself to perform the duties of the President for the following year by chairing the Strategic Planning Committee and participating in strategic and long-range planning for the Chapter. The President-Elect shall perform the job of Parliamentarian and other duties as deemed necessary.



The President-Elect and incoming President-Elect are expected to attend the SHRM Volunteer Leaders Summit. GSHRM shall reimburse the President-Elect and incoming President-Elect for all reasonable costs in attending.

Section 3. The Treasurer: The Treasurer shall be accountable for the financial affairs of the Chapter. This fiduciary responsibility shall include the preparation of the upcoming year budget (with the President-Elect) and preparation, interpretation, and distribution of monthly financial reports to the Board. The Treasurer may sign all checks for \$1,000 or less; checks written for amounts over \$1,000 must be countersigned by either the President or President-Elect. Either the President or President-Elect has signing authority in the Treasurer's absence; both President and President-Elect must sign checks written for amount(s) greater than \$1,000 in the Treasurer's absence. The Treasurer shall perform other duties as deemed necessary.

Section 4. The Treasurer-Elect: The Treasurer-Elect performs the duties of Treasurer in the Treasurer's absence, assists, and works with the Treasurer to prepare for the role of Treasurer in the upcoming year.

Section 5. Chapter Operations Director: The GSHRM Chapter Operations Director (COD), reporting to the President, is responsible for the general administrative operations of the Chapter. Responsibilities include attendance at Board, Strategic Planning, General Membership, and annual succession meetings. The COD coordinates preparations for general membership meetings and meeting sponsorships. The COD is responsible for selecting and maintaining the GSHRM website as well as the appropriate software for website administration, and ensures all website information is up to date. With the President, coordinates the completion of the CLIF and SHAPE documents. Works with the PR Committee Chair to seek and secure opportunities for GSHRM publicity. Works with Program Committee to ensure HRCI and SHRM certification requests are submitted and received in a timely manner, and certification documentation are prepared and presented in a timely manner. Coordinates with the new member orientation leader to make sure that new member on-boarding is up to date and effective. Working with the President and Committee Chairs, prepares, distributes the monthly newsletter to members, and posts on GSHRM website. Works with committees to assist as needed in program development for workshops and conferences. Promotes SHRM membership by distributing SHRM materials including promotion of annual conference.

#### **Article X – Standing Committees**

Committee Directors: Committee Directors, as members of the Board of Directors (per Article VII Section 2), are assigned to lead (Chair) a committee by the President. Committee Directors are assigned one or more committees by the President. Committee Directors are the Chief Executive Officers of their committees and subcommittees (when applicable), responsible for committee member recruiting, providing support and direction to committee members, developing and ensuring





completion of committee goals that align with the SHAPE Plan and GSHRM Strategic Plan. Committee Directors are responsible for succession planning for their committee(s) and for completing any other tasks assigned by the President. Directors ensure accountability with the goals and initiatives under the SHAPE Plan, the GSHRM Strategic Plan, and GSHRM's financial control guidelines and annual budget. They are responsible for administering their committee budget. Unbudgeted expenses require approval of the President if less than \$300, and approval of the board if \$300 or more. Committee Directors also ensure collaboration with other committee Directors in accomplishing shared Chapter goals.

When Committee Directors have responsibility for multiple subcommittees assigned to the applicable Committee, they may seek assistance from the Subcommittee Chairs in ensuring that committee goals and initiatives are met.

#### **Article XI – Parliamentary Procedure**

All parliamentary procedure shall be governed by Robert's Rules of Order unless otherwise specified in these bylaws.

#### **Article XII – Leadership Transition and Succession Plan**

The Chapter shall conduct an annual leadership transition meeting to ensure a smooth and effective transition for new leaders. The meeting shall include a review of the short-term and long term goals of the Chapter and the development plan for implementing and accountability for such goals by the Board and committee / subcommittee leaders. Either at the leadership transition meeting or at a separate meeting during the year, the Board shall develop or review the Chapter's succession plan for identification of potential and future leaders of the Chapter.

#### **Article XIII – Amendments to Bylaws**

- Section 1. To amend the bylaws, a written proposal shall be presented to the GSHRM Chapter President. The proposed amendment or changes will be presented to the Board of Directors. A quorum of Board membership must be present to vote on the proposed amendment. 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, followed by ratification by the GSHRM membership as stated in Article XIII, Section 3. A majority vote is required to approve the proposed amendment.
- Section 2. Following board approval, any proposed amendment or change to the bylaws of the Chapter must be filed with the SHRM national headquarters and shall not be effective unless and until approved by the SHRM President/CEO or his/her designee as being in furtherance of the purposes of SHRM and not in conflict with SHRM bylaws.



- Section 3. Following SHRM approval, the proposed amendment then shall be presented to the Chapter at a regularly scheduled meeting for ratification by the majority of voting members in attendance at a regular membership meeting or by return of a signed ballot by the membership. If voting is to take place at a regular membership meeting, the proposed amendment should be distributed to all members at least two weeks before the meeting.

#### **Article XIV – 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 GSHRM).

#### **Article XV – 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 interest of SHRM. Prior to withdrawal of such status, the Chapter shall have an opportunity to review a written statement of the reason 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 day (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 status upon such body.

#### **Article XVI - Ethics**

- Section 1. GSHRM adopts SHRM’s Code of Ethical Standards for the HR Profession for members of GSHRM in order to promote and maintain the highest standards among its members. Each member shall honor, respect and support the purpose of GSHRM and SHRM.
- Section 2. GSHRM shall not be represented as advocating or endorsing any issue unless approved by the Board of Directors.
- Section 3. Members shall comply with Article IV, Section 7: Solicitation.



**Article XVII – Records**

Section 1. Confidentiality: The Board of Directors may declare any meeting minutes, or portion thereof, or any other corporate records as confidential and not reviewable by the public or members upon finding that it is in the best interest of GSHRM to do so. The Board shall exercise this power judiciously, if at all.

Section 2. Financial Records: The financial books will be audited annually by a financial professional that is independent of any Board member.

**Ratified by the Membership of Chapter and signed by:**

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

**Approved by:**

SHRM President/CEO or President/CEO Designee: 

Date: 6/7/17