

Anchorage Society for Human Resource Management Chapter Bylaws

Article I. NAME AND AFFILIATION

Section 1.01 Name

The name of the Chapter is Anchorage Society for Human Resource Management (herein referred to as the "Chapter") and it includes the MatSu Member Service Area (MSA). To avoid potential confusion, the Chapter will refer to itself as Anchorage Society for Human Resource Management (**ASHRM**) and not as **SHRM** or the Society for Human Resource Management.

Section 1.02 Affiliation

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

Section 1.03 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 1.04 Member Service Areas

In order to serve the geographic needs of the chapter, the chapter has established a local member service areas for the development and delivery of chapter services to MatSu.

a. Member Service Area Organization

The MatSu MSA shall operate under the operational guidelines set forth by the Chapter Board of Directors and within the guidelines set by SHRM for such subgroups.

b. Member Service Area Oversight

The Board of Directors of the Chapter shall be responsible for the compliance of the MSA to Chapter charter requirements such as logo use, use of name etc.

c. Member Service Area Activity

Member Service Areas are established to provide the Chapter with local networking, educational programs, membership recruitment activities and other initiatives as determined by the Board.

Article II. PURPOSE

Section 2.01 The purposes of this Chapter, as a non-profit organization, are:

- a. to provide a forum for the personal and professional development of our members;
- b. to provide an opportunity to develop leadership, managerial, public speaking and group decision-making skills;
- c. to provide an arena for the development of trust relationships where common problems can be discussed and deliberated;
- d. to provide an opportunity to focus on current human resource management issues of importance to our members;
- e. to support and collaborate with programs in the community that align with the chapter's purpose;
- f. to provide a focus for legislative attention to state and national human resource management issues;
- g. to provide valuable information gathering and dissemination channels;
- h. to provide a pool of human resource management leaders for perpetuation of the Chapter and of SHRM;
- i. to serve as an important vehicle for introducing human resource management professionals to SHRM;
- j. to serve as a source of new members for SHRM;
- k. to serve as part of the two-way channel of communications between SHRM and the individual members; and
- l. to support student chapter(s) in the pursuit of their chapter goals.

Section 2.02 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

Section 3.1 The fiscal year of the Chapter shall be the calendar year.

Article IV. MEMBERSHIP

Section 4.01 Qualifications for Membership

- a. The qualifications for membership in the Chapter shall be as stated in Sections 4.3, 4.4, 4.5 and 4.6 of this Article.
- b. The Chapter is a 100% Chapter of SHRM, and all Chapter members are required to be dual members (SHRM and chapter members) in good standing of SHRM.
- c. 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, gender identity or orientation or any other legally protected class.

Section 4.02 Non-transferability of Membership

Membership in the Chapter is neither transferable nor assignable.

Section 4.03 Individual Membership

Membership in the Chapter is held in the individual's name, not an organization with which the member is affiliated.

Section 4.04 Emeritus Members

- a. Individuals that have retired from the HR profession with at last 10 years of paid SHRM membership.
- b. Emeritus members may vote and hold office in the Chapter.

Section 4.05 Student Members

- a. Individuals who are:
 - 1) Enrolled either as full-time or part-time students, at freshman standing or higher;
 - 2) Enrolled in the equivalent of at least six (6) credit hours;
 - 3) 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;
 - 4) Able to provide verification of a demonstrated emphasis in human resource management subjects, and
 - 5) Able to provide verification of the college or university's human resources or related degree program.
- b. Student members may not vote or hold office in the Chapter but may serve as co-chairs to a core leadership area or committee in furtherance of development opportunities and succession planning strategies.

Section 4.06 Application or Membership

- a. Application for membership shall be on the online Chapter application form.
- b. All applications shall be reviewed and approved by the Membership Director.
- c. New members shall be afforded full membership rights from the date of application approval by the Membership Director.

Section 4.07 Voting

- a. Each Professional and Associate member of the Chapter shall have the right to cast one vote on each matter brought before a vote of the members.
- b. Student Members are not eligible to vote.
- c. Votes shall be tallied by an Ad Hoc Committee appointed by the Board of Directors.

Section 4.08 Termination of Membership

A member's failure to maintain membership with SHRM will result in the forfeiture of the membership in the Chapter.

Article V. MEMBER MEETINGS

Section 5.01 Regular Meetings

Regular meetings of the members shall be held monthly or as otherwise determined by the Board of Directors.

Section 5.02 Annual Meetings

The annual meeting of the members for electing Directors and Officers and conducting other appropriate business shall be held at such time as determined by the President-Elect and/or Board of Directors, but no later than October of the election year.

Section 5.03 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 5.04 Notice of Meetings

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

Section 5.05 Quorum

- a. Members holding one-tenth of the votes entitled to be cast, represented in person, by conference call or via electronic voting (i.e. email, online voting and other similar services) shall constitute a quorum.
- b. 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 VI. BOARD OF DIRECTORS

Section 6.01 Power and Duties

The Board of Directors (also referred to as the "Board") shall manage and control the property, business and affairs of the Chapter and in general exercise all powers of the Chapter.

Section 6.02 Officers

The following shall be members of the Board of Directors and shall be Officers of the Chapter: President, President-Elect, Membership Director, Treasurer, and Secretary.

Section 6.03 Composition of the Board of Directors

- a. Along with the Officers listed in Section 6.02 of this Article, the Board of Directors shall also include Core Leadership Area Directors, the Past President and standing committee chairs.
- b. The Director of each approved Member Service Area (MSA) in the Chapter will serve on the Board of Directors of the Chapter in a voting capacity and shall have such powers and perform such liaison duties as the Board or the Chapter President may determine. The responsibility includes initiatives in a particular geographic area as determined by the Chapter President and the Board.

- c. These shall constitute the governing body of the Chapter.
- d. Should a new Core Leadership Area be established by SHRM, Directors for the new Core Leadership Areas shall be nominated by the President and elected from among the eligible membership as members of the Board of Directors.
- e. In addition, the President may appoint subject matter experts outside of the HR field as Advisors to the Board of Directors as needed. These positions do not serve on the Board and therefore are not eligible to vote.

Section 6.04 Qualifications

- a. All candidates for the Board of Directors must be Professional or Associate dual members of SHRM and the chapter in good standing at the time of nomination or appointment and for their complete term of office.
- b. The President must be a current member in good standing of SHRM throughout the duration of their term of office
- c. The Certification Director is required to possess a SHRM-CP or SHRM-SCP.
- d. The chapter also requires that each Board member be a current member in good standing of SHRM throughout the duration of their term of office.
- e. To be qualified as President-Elect, an individual must meet either of the qualifications below:
 - 1) Have served at least two (2) of the previous four (4) years in a SHRM or SHRM-related volunteer position (at least one of the years must have been with the ASHRM Board);
or
 - 2) Is a member of the ASHRM Board during the entire year (12 months) immediately preceding their potential term as President-Elect.

Section 6.05 Election –Term of Office

- a. The President-Elect and/or Board of Directors shall designate an annual election period.
- b. Officers and Directors shall be elected by the members during said election period via electronic or in person voting via the designated ballot.
- c. Elected President-Elect shall assume office on January 1st following their election and shall hold the President-Elect position, the President position and the Past-President position consecutively. Each position is held for one year.
- d. Each elected Officer shall assume office on January 1st following their election and shall hold office in accordance with the Terms of Office table or until their successor is elected and takes office.
- e. Each elected Director shall assume office on January 1st following their election and shall hold office in accordance with the Terms of Office table or until their successor is elected and takes office.
- f. Each elected Standing Committee Chair shall assume office on January 1st following their election and shall hold office in accordance with the Terms of Office table or until their successor is elected and takes office.
- g. Officers, Directors, and Standing Committee Chairs may not be elected to serve more than two (2) consecutive terms in the same position. The board reserves the right to approve an additional consecutive term for Officers, Directors, and Standing Committee Chairs who have reached the term limit of their position, if there is an operational need and efforts to identify a new candidate have been unsuccessful.

Terms of Office Table

| POSITION | TYPE | TERM* | ELECTION YEAR | TERM STARTS | MAXIMUM TIME IN ROLE |
|-----------------------|-----------|-----------|---------------|-------------|----------------------|
| President | Elected | One year | Annual | Annual | One year |
| President-Elect | Elected | One year | Annual | Annual | One year |
| Past President | Elected | One year | Annual | Annual | One year |
| Secretary | Elected | One year | Annual | Annual | Two years |
| Treasurer | Elected | One year | Annual | Annual | Two years |
| MSA Director | Elected | Two years | Even | Odd | Four years |
| Awards | Elected | Two years | Even | Odd | Four years |
| Education | Elected | Two years | Even | Odd | Four years |
| Diversity | Elected | Two years | Even | Odd | Four years |
| Legislative Affairs | Elected | Two years | Odd | Even | Four years |
| Membership | Elected | Two years | Odd | Even | Four years |
| Programs | Elected | Two years | Odd | Even | Four years |
| Public Relations | Elected | Two years | Odd | Even | Four years |
| SHRM Foundation | Elected | Two years | Even | Odd | Four years |
| Workforce Readiness | Elected | Two years | Odd | Even | Four years |
| College Relations | Elected | Two years | Odd | Even | Four years |
| Hospitality | Elected | Two years | Odd | Even | Four years |
| Business Partnerships | Elected | One year | Annual | Annual | Two years |
| Webmaster | Appointed | One year | Annual | Annual | Two years |
| Senior Advisor | Appointed | One year | Annual | Annual | Two years |

**Length of board positions will be reviewed on a periodic basis.*

Section 6.06 Vacancies

- a. Any vacancy in the Board may be filled for the unexpired term by appointment of the President with the consent of the Board of Directors.
- b. The President-Elect shall fill a mid-term vacancy in the offices of President and Past President.

Section 6.07 Quorum

- a. A simple majority of the total Board of Directors shall constitute a quorum for the transaction of business.
- b. 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.
- c. In addition, the Board may act by unanimous written consent of all voting members.

Section 6.08 Board of Directors' Responsibilities

- a. 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.

- b. A Professional or Associate 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.
- c. Attend at least 50% of the scheduled meetings, either in person, phone or virtually.

Section 6.09 Removal of Director and Officer

- a. 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.
- b. The Officer or Director shall be entitled to a due process hearing prior to any termination action being imposed.

Article VII. DUTIES AND RESPONSIBILITIES

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

Section 7.01 The President

- a. Shall preside at the meetings of the members and of the Board.
- b. Shall direct the Chapter and have charge and supervision of the affairs and business of the Chapter, subject to the ultimate management authority of the Board of Directors.
- c. Shall maintain liaison and be a current member in good standing of SHRM throughout the duration of their term of office.

Section 7.02 The President-Elect

- a. The President-Elect, at the request of the President or in their absence or disability, may perform any of the duties of the President.
- b. Shall have such other powers and perform such other liaison duties as the Board, or the President may determine.
- c. Shall provide oversight of all programs conducted at all regular meetings of the members, social functions, and any workshops and/or seminars sponsored by the MSA as determined by the President and the Board.
- d. Shall have the authority to appoint sub-committees to plan and implement the activities associated with the program year.
- e. Is encouraged to attend the annual SHRM Volunteer Leader Business Meeting.
- f. Be a current member in good standing of SHRM throughout the duration of their term of office. The MSA requires the president-elect to be a current member in good standing of SHRM throughout the duration of their term of office.

Section 7.03 The MSA Director

- a. The MSA Director shall represent the interests of the area represented.
- b. Shall encourage MSA and SHRM membership growth and provide suggestions and feedback for activities needed by area membership.
- c. Shall have such other powers and perform such other duties as the President may determine.
- d. The chapter requires the MSA Director to be a current member in good standing of SHRM

during their entire term of office.

Section 7.04 Membership Director

- e. The Membership Director shall serve as chair of the Membership Committee.
- f. Shall encourage MSA and SHRM membership growth and shall maintain the official membership roster of the MSA.
- g. Shall have such other powers and perform such other duties as the President may determine.
- h. The chapter requires the Membership Director to be a current member in good standing of SHRM during their entire term of office.

Section 7.05 The Treasurer

- a. The Treasurer shall be responsible for the financial affairs of the Chapter, including all required filings.
- b. These responsibilities shall include financial reports to the Board, annual transition of chapter accounts to new designated board members and coordinating arrangements for the annual examination audit or review of the accounts as may be required by the Board.
- c. Shall also perform such other duties as the President may determine.
- d. The chapter requires the Treasurer to be a current member in good standing of SHRM throughout the duration of their term of office.

Section 7.06 The Secretary

- a. The Secretary shall be responsible for recording the minutes of all chapter meetings and shall be responsible for making all board members aware of such meetings.
- b. The Secretary is required to be a current member in good standing of SHRM throughout the duration of their term of office.

Section 7.07 Core Leadership Area (CLA) Directors

- a. Core Leadership Area Directors shall have such powers and perform such liaison duties as the Board, or the President may determine.
- b. The responsibility includes awareness sessions and initiatives in the particular CLA as determined by the President and the Board.
- c. Shall have the authority to appoint sub-committees to plan and implement the activities associated with the CLA for the year.
- d. The chapter requires each CLA Director to be a current member in good standing of SHRM throughout the duration of their term of office.

Section 7.08 Past President

- a. The Past President shall serve as an advisor to the President and fulfill such duties as requested by the President and/or Board of Directors.
- b. The chapter requires the Past President to be a current member in good standing of SHRM throughout the duration of their term of office.

Article VIII. COMMITTEES

Section 8.01 Committees

The establishment of both standing and ad-hoc committees shall be the right of the Board of Directors.

Section 8.02 Committee Organization

Committees in addition to the Nominating Committee are established by resolution of the Board of Directors.

Section 8.03 Committee Chairpersons

- a. Standing Committee Chairs are elected by the membership
- b. The Chairperson and the President will seek interested members to participate in committee activities.
- c. Ad-hoc Committees or task forces may be organized by the President to meet particular MSA needs.

Section 8.04 Committee Activity

Committees are established to provide the Chapter with special ongoing services, such as Programs, Awards and Recognition, Public Relations, Business Partnerships, Hospitality and other committees as established by the Board.

Section 8.05 Committee Co-Chairs

- a. It is the responsibility of the Committee Chair to appoint a Co-Chair as needed.
- b. The Co-Chair may attend the Board meetings but is not eligible to vote at a regular board meeting unless the Committee Chair will be absent and has delegated their vote to the Co-Chair.

Article IX. STATEMENT OF ETHICS

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. 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 without the approval from the Board of Directors.

Article X. SERVIC AREA

Zip Code Range. The service area (zip code ranges) for the chapter is listed in the Chapter Charter ("affiliation agreement") and subsequent addendums, as appropriate. The service areas reference where the chapter is allowed to overtly solicit for members and event activity. Chapters may only hold events within their service area unless expressly granted by SHRM.

Member Service Area. Should the Chapter desire to start a new chapter, sub-chapter, or add a Member Service Area ("MSA"), while affiliated with SHRM, the Chapter is required to obtain approval of SHRM's CEO/President or designee, which includes the approval of all governing documents associated with these organizations.

Service Area Modifications. Should the Chapter wish to request a modification to the service area, request consideration to become a Member Service Area ("MSA") or have another currently affiliated chapter become an MSA of the Chapter, the Chapter is required to obtain approval from SHRM.

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. AMENDMENT OF BYLAWS

The Bylaws may be amended by a majority vote of the members present at any board 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 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 designee.

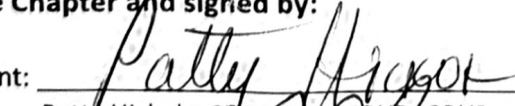
Article XIII. CHAPTER DISSOLUTION

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).

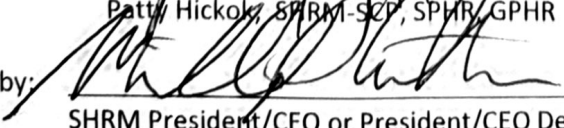
Article XIV. WITHDRAWAL OF AFFILIATED CHAPTER STATUS

Affiliated chapter status may be withdrawn by the President/CEO of SHRM or 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.

Ratified by the Chapter and signed by:

Chapter President: 
Patty Hickok, SHRM-SCP, SPHR, GPHR

Date: 10/24/2023

Approved by: 
SHRM President/CEO or President/CEO Designee

Date: 10/11/2023