

10/30/2013



ANNUAL MEETING PACKET





Dear SHRM-RGV Members:

Thank you for your dedication and participation! Because of you, the chapter has been able to promote the HR Profession throughout Hidalgo County and surrounding areas. This year has proven to be successful with the quality of programs and feedback provided by the membership.

I have thoroughly enjoyed working with each of you this year and look forward to a successful 2014. Your support is paramount to the chapter's success and we are growing because of our members like you.

I look forward to our annual Holiday membership mixer in December. We have a lot of great things in store for you next year. To list a few:

- Our Annual Symposium 2014 is being planned
- OUR 501 C Application Process
- Holiday Membership Mixer 2014
- Annual Business Meeting for 2014
- Annual Survey 2014
- 9 Regular Monthly Program meetings
- Meeting Rating forms to be done at each meeting

On behalf of the Board of Directors, our sincerest thanks for your support throughout the years. My Contact information is below so please don't hesitate to contact me with any questions or concerns.

Warmly,

Debbie Z. Bocanegra
Human Resources Manager
SHRM-RGV President

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AGENDA FOR ANNUAL MEETING 10/30/2013

1. Welcome & Opening remarks
2. Chapter Business
 - a. Brief review of Year & Survey
 - b. Results Review of Chapter Finances
 - c. Bylaws Amendments
 - d. Review Chapter Code Of Conduct
 - e. SHRM Benefits Flyer
 - f. 2014 Board Elections
 1. Slate of Officers
 2. Floor nominations
3. Introduction of Speaker
4. Presentation
5. Raffles
6. Closing remarks & adjournment



MEMBER SURVEY RESULTS

At the end of April, in an effort to better understand our member's needs and perception of the Chapter, SHRM-RGV sent surveys to our membership base. With a 35% response rate, the survey had 24 questions, which allowed the respondent to rank chapter activities, provide feedback on chapter initiatives and express their overall opinion of the chapter.

The survey responses were instrumental in developing future plans and goals for the chapter. The Board of Directors were given an opportunity to review and discuss the results of the survey. Below is a summary and response of the survey.

MEMBERSHIP

- Average year(s) as chapter member: 5
- 92% of members indicated that their company sponsors their membership
- 72% of local members are SHRM National Members

Members were asked what their top two concerns were when considering renewing their membership. Most members indicated they were concerned with the value of their membership, the cost of the lunch meetings, meeting topics and speakers, and HRCI credits.

What is SHRM-RGV Doing?

SHRM-RGV's goal is to provide quality topics and speakers that are approved for recertification credits. SHRM-RGV has successfully obtained recertification credits for every meeting held over the past few years. We are proud to announce that we have been able to accomplish the same this year. We are actively working in getting our meetings pre-approved and communicating it to our members.

In order to provide quality speakers for chapter meetings, we have found that we lack sufficient funds to pay for them. SHRM-RGV has been fortunate to build relationships with individuals who are willing to speak to our chapter members at no cost. However, we do understand that some speakers are better than others. This past year, the meeting cost was slightly increased for this reason. The cost to host a meeting per individual is approximately \$23.00 (includes the cost of the meal, processing fees, and administrative fees). By increasing our meeting fee, we hope to build a fund that is dedicated to paying for quality speakers and programs.

NEWSLETTER/WEBSITE

- 83% of members are interested in Quarterly Newsletter
- 69% find the website helpful

Although the majority of members indicated the website was helpful, many provided great feedback to improve its effectiveness. SHRM-RGV has already begun working on improving the usefulness of the website. To help simplify the RSVP process, we have reformatted our online RSVP form to only five (5) questions. We are currently in the process of creating an online newsletter which will highlight hot topics as an additional resource.

MONTHLY MEETINGS

- 95% of members prefer seminars and/or trainings with speaker meetings, networking socials, and roundtable meetings.
- Members indicated that a regular monthly meeting with speakers has improved effectiveness in the workforce.
- 50% of members are interested in more networking opportunities
- 81% are interested in "hot topic" discussions
- 72% of members prefer lunch meetings

Members were asked to list any speakers or topics they would like to see from past meetings. Most indicated that they are interested in legislative topics with specific interest in Health Care Reform and HIPAA. SHRM-RGV is proud to announce that we had a successful seminar on September 25, 2013 which covered the aforementioned topics. The seminar was the first year that we offered a full day seminar opposed to the annual half day seminar in the past. We look forward to hosting similar seminars in the future and are currently making plans for next year. For more information on upcoming meetings and/or seminars, please visit our website at shrmrgv.shrm.org. We would like to thank the members who named possible speakers for future meetings. SHRM-RGV will consider your recommendation and make the necessary arrangements for future engagements.

Challenges and Training Needs

Members were asked to list foreseeable challenges and training needs. The following items and/or topics were the most commonly highlighted.

- The Affordable Health Care Act
- Legislative Updates
- PHR/SPHR Certification
- Employer Liabilities
- Recruitment and Retention
- Coaching Supervisors
- HR Best Practices
- Employee Engagement
- Employee Training

VOLUNTEER OPPORTUNITIES

- 28% would be interested in serving on a chapter committee
- 61% would be interested in volunteering on a special project and/or event

SHRM-RGV's goal is to involve its membership in chapter activities and/or projects through special committees and/or open board positions. This year, SHRM-RGV will be actively seeking volunteers to serve on the Nominations Committee and Elections Committee. Furthermore, we are currently looking for individuals who are interested in serving the chapter as a board of director for one of the following available positions.

- Secretary

Should you be interested in participating in any of the committees or board of directors, please contact Debbie Bocanegra, SHRM RGV President at president@shrmrgv.org.

CONCLUSION

The survey indicated that members are overall satisfied with the chapter. SHRM-RGV will continue to incorporate the feedback provided to improve the members return on investment, needs and chapter service.

Kindly,



President, SHRM Rio Grande Valley

SHRM CHAPTER 390 P&L REPORT / 3 YR HISTORY

January - December 2011		Total
Income		
A016 SHRM Reimbursements		747.13
A017 SHRM American Express Settlement		410.00
D001 SHRM Dues Revenue - Professional		3,490.24
M001 SHRM Chapter Meeting Revenue - Members		7,598.60
M006 SHRM Seminar Revenue		3,266.00
Z011 General Income		1,565.00
Total Income		\$ 17,076.97
Expenses		
A001 SHRM Administrative Expenses		186.20
A002 SHRM Bank Charges		42.56
A003 SHRM CC American Express Fees		33.04
A004 SHRM CC American Express Transfer		410.00
A005 SHRM CC Non-Amex Fees		72.47
A006 SHRM CC Operating Expenses		599.50
A009 SHRM Quick Books Subscription		26.60
A010 SHRM Sponsorships & Gifts		800.00
A011 SHRM State & National Dues		170.00
A012 SHRM Supplies Expense		64.50
A013 SHRM Travel Expense		3,228.47
A014 SHRM Website Expense		29.88
M008 SHRM BOD Meeting Expense		1,010.20
M009 SHRM Chapter Meeting Expense		7,466.20
M011 SHRM Installation Mixer Expenses		3,963.77
Texas State Chapter Meeting Expenses		30.00
Total Expenses		\$ 18,133.39
Net Operating Income		\$ (1,056.42)

January - December 2012		Total
Income		
A017 SHRM American Express Settlement		(20.00)
D001 SHRM Dues Revenue - Professional		4,364.00
M001 SHRM Chapter Meeting Revenue - Members		10,413.00
M006 SHRM Seminar Revenue		84.00
Z011 General Income		(610.00)
Z013 Rebate check		430.00
Z014 Refund from BBVA Compass Bank		500.52
Total Income		\$ 15,161.52
Expenses		
A001 SHRM Administrative Expenses		196.85
A002 SHRM Bank Charges		56.00
A003 SHRM CC American Express Fees		76.41
A006 SHRM CC Operating Expenses		935.52
A008 SHRM P O Box Expense		52.00
A010 SHRM Sponsorships & Gifts		523.08
A012 SHRM Supplies Expense		12.12
A013 SHRM Travel Expense		907.02
A014 SHRM Website Expense		23.88
M008 SHRM BOD Meeting Expense		1,113.71
M009 SHRM Chapter Meeting Expense		9,436.94
M011 SHRM Installation Mixer Expenses		1,228.28
M012 SHRM Seminar Expenses		566.04
Total Expenses		\$ 15,127.85
Net Operating Income		\$ 33.67

January - September 2013		Total
Income		
A016 SHRM Reimbursements		255.00
A017 SHRM American Express Settlement		2,370.00
D001 SHRM Dues Revenue - Professional		4,358.25
D002 SHRM Dues Revenue - Associate		334.27
M001 SHRM Chapter Meeting Revenue - Members		6,760.00
M002 SHRM Chapter Meeting Revenue - Non Members		4,220.00
M003 SHRM Chapter Meeting Sponsorships		500.00
M006 SHRM Seminar Revenue		8,465.00
M007 SHRM Seminar Sponsorships		1,000.00
Z011 General Income		(955.00)
Total Income		\$ 27,307.52
Expenses		
A001 SHRM Administrative Expenses		1,257.19
A003 SHRM CC American Express Fees		40.32
A004 SHRM CC American Express Transfer		2,370.00
A005 SHRM CC Non-Amex Fees		448.86
A006 SHRM CC Operating Expenses		393.67
A008 SHRM P O Box Expense		54.00
A011 SHRM State & National Dues		208.00
A012 SHRM Supplies Expense		782.15
A013 SHRM Travel Expense		179.58
A014 SHRM Website Expense		199.68
A015 SHRM Write-Offs & Adjustments		2,215.00
M008 SHRM BOD Meeting Expense		141.03
M009 SHRM Chapter Meeting Expense		6,524.30
M010 SHRM Chapter Meeting Expense - Speaker Fee		316.11
M012 SHRM Seminar Expenses		5,294.41
M013 SHRM Seminar Expenses - Speaker Fee		2,500.00
Total Expenses		\$ 22,924.30
Net Operating Income		\$ 4,383.22

* Report encompasses only through end of September 2013
 * October Meeting Expenses Pending
 * November Meeting Expenses Pending
 * Holiday Mixer Expenses Pending



2013 BOARD OF DIRECTORS

President

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VACANT

Treasurer

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CHAPTER JOB DESCRIPTIONS FOR OPEN POSITIONS





2014 Slate of Officers

Debbie Bocanegra, President

Current Board Position: President

Debbie Bocanegra is the Human Resource Manager with Magic Valley Electric Cooperative. She has worked in the Human Resource field for 13 years in various positions. While attending the University of Texas Pan American for Business Administration in Management, Debbie served on the board of the SHRM student chapter in various capacities and has been a National SHRM member for over 5 years. She has served on the SHRM Rio Grande Valley board for the past 4 years as VP of Marketing/Web-design Chair and currently serves as the President.

Leo Vargas, President – Elect

Current Board Position: Vice-President of Membership

Leo Vargas is the General Manager for Express Employment Professionals in McAllen, Texas. He has served on the SHRM Rio Grande Valley board for 3 years in his current capacity as the Vice-President of Membership.

Daisy Castillo, Treasurer

Current Board Position: Legislative Representative

Daisy Alviso Castillo is a Senior Employee Relations Specialist with Frost Bank. Daisy holds a Bachelor of Business Administration in Management degree from the University of Texas Pan American and is currently attending Our Lady of The Lake University seeking a Master of Science in Organizational Leadership Studies. She is a member of the SHRM Texas State Council as a District Director for the RGV. Daisy has served in various capacities within the SHRM Rio Grande Valley chapter, such as President, President-Elect, College Relations, Legislative Chair. She also holds a PHR certification from the HRCI Certification Institute.

Jolee Perez, Chapter Advisor

Current Board Position: Treasurer

Jolee Perez has worked in the HR industry for almost ten years. Her current position is as Benefits Coordinator for the City of McAllen where she oversees all functions of Employee Benefits including running the City's currently self-funded health plan. Jolee holds a Bachelor in Business Management and a Master's in Human Resources. She has been a part of SHRM for the past eight years, having served on the board for the past three in positions of both Treasurer and Secretary.

PRESIDENT

Position Summary:

Provide leadership to the local Chapter consistent with state, regional, and SHRM policy, strategies and objectives. Effectively operate the Chapter so that the needs of the members are met. Perform other duties as required by the local Chapter's Bylaws. Serve as a voting member of the State Council.

Responsible To:

The Members of the Chapter
The State Council Director

Responsibilities:

- Conduct the business of the Chapter in accordance with the Chapter Bylaws and serve as Chairperson of the Chapter's Board of Directors.
- Preside over the activities of all Officers and Directors, as well as committees, to ensure the accomplishment of Chapter goals, objectives, and strategies.
- Monitor the use, accounting, and handling of the Chapter funds.
- Chair all meetings of Chapter Officers and members.
- Participate in the development and implementation of short-term and long-term strategy planning for the Chapter.
- Represent the Chapter in the Human Resources community.
- Attend State Council meetings and actively participate in State Council matters. Provide information to State Council as an elected representative of the Chapter. Appoint proxy to attend State Council meetings when unable to attend.
- Maintain a current, active SHRM membership.
- Maintain communication with the State Council Director and the SHRM Regional Team.
- Communicate state, regional and/or SHRM's goals, policies, and programs to Chapter members. Represent the State Council to local Chapter leaders and the membership.
- Accumulate information all year about the Chapter and compile it for the Chapter Achievement Plan that will be submitted to SHRM by January 31 of the following year (during term as Past President).
- Accumulate information all year about the Chapter and compile it for the SHRM Affiliate Program for Excellence (SHAPE) requirements that will be submitted to SHRM by January 31 of the following year (during term as Past President).

Requirements:

Must be an SHRM member in good standing elected by the Chapter membership.

PRESIDENT-ELECT

Position Summary:

Assist the President in overseeing all the activities of the Chapter. In the absence of the President, perform all the Presidential responsibilities. *For the purposes of this Chapter, the President-Elect also assumes the duties of Program Chair (see job description).*

Serves as Program Director during term as President-Elect. *(See Job Description for Program Director)*

Responsible To:

The Members of the Chapter
The Chapter President

Responsibilities:

- Perform all special projects as assigned by the President.
- Upon request, assist all Officers in performing their responsibilities.
- Attend (and preside over, if necessary) all monthly membership and Board of Directors meetings.
- Participate in the development and implementation of short-term and long-term strategy planning for the Chapter.
- Represent the Chapter in the Human Resources community.

SECRETARY

Position Summary:

Take minutes of Chapter meetings and provide notice of meetings. Maintain Chapter records and history.

Responsible To:

The Members of the Chapter
The Chapter President

Responsibilities:

- Upon the advice of the President, the Secretary should issue notice of Officer and Board of Directors' meetings. After consultation with the President, the Secretary should prepare copies of the agenda and Board of Directors packets for such meetings.
- Maintain a record of attendance and prepare the minutes of all Officers' and Directors' meetings and regular Chapter meetings.
- Transmit all necessary annual election information to the membership *and inform your SHRM Regional Team of the results.*
- Participate in the development and implementation of short-term and long-term strategy planning for the Chapter.
- Represent the Chapter in the Human Resources community.
- Attend all monthly membership and Board of Directors meetings.
- Maintain online records retention site through third party vendor and ensure upload of all documents:
 - Chapter Bylaws (current and historical)
 - Membership Rosters (current and historical)
 - Minutes (current and historical)
 - Financial Reconciliations (current and historical)
 - Board of Directors Board Meeting Packets (current and historical)

TREASURER

Position Summary:

Act as financial Officer and advisor to Chapter Board of Directors. Maintains the Chapter mailbox and distributes mail to the appropriate Officer, Director, or Chair. Maintains all financial accounting, filing appropriate forms and information with IRS as regulated.

Responsible To:

The Members of the Chapter
The Chapter President

Responsibilities:

- The Treasurer, as an elected Officer of the Chapter, is a responsible member of the Chapter's Board of Directors and must take part in discussion and action on all business of the Chapter. As financial advisor of the Chapter, the treasurer must be in a position to assess the financial implications of proposed actions by the Board of Directors and inform the committee prior to final decisions being made. Also, the treasurer must observe the financial direction of the Chapter, recognize possible financial problems, and bring such problems to the attention of the Board of Directors for action.
- The treasurer shall receive, hold, and safeguard in the capacity of trustee and financial agent, all funds for the Chapter.
- The treasurer shall disburse such funds only for normal and usual uses unless the Chapter's Board of Directors shall otherwise direct.
- Participate in the development and implementation of short-term and long-term strategy planning for the Chapter.
- Represent the Chapter in the Human Resources community.
- Work in conjunction with Membership Director to maintain the official Chapter Membership Roster.
- Work in conjunction with the Membership Director to oversee on boarding of new members.
- Submit annual dues invoices to new members upon Board approval and renewing members sixty (60) days prior to due date.
- Implement outreach efforts to ensure aging invoices are paid and accounts receivable is minimal.
- Prepare monthly financial statements for presentation and approval at Board of Director meetings.
- File annual TX Franchise Tax for Chapter.
- Ensure up to date signature authorization cards are on file with the bank in January of each year or as needed.
- Reconcile bank account monthly and ensure proper records retention maintenance. Records to include all invoices, payment records and receipts for all revenues and expenses.
- Attend all monthly membership and Board of Directors meetings.
- Staffs and conducts registration table at all membership meetings, including all tasks related to member payments, registrations, and event reconciliation.



PROPOSED

BYLAWS



PROPOSED

SHRM - RIO GRANDE VALLEY CHAPTER BYLAWS

ARTICLE I - Name and Affiliation

Section 1. Name. The name of the Chapter is the SHRM-Rio Grande Valley Chapter (herein referred to as the "Chapter," "SHRM-RGV" or "RGV Chapter").

Section 2. Affiliation. The Chapter is affiliated with the Society for Human Resource Management (herein referred to as "SHRM").

Section 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 same name of SHRM without the express written consent of SHRM.

ARTICLE II - Purpose

Section 1. Purpose of Chapter. 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 as 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 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 (January 1 – December 31).

ARTICLE IV - Membership

PROPOSED

Section 1. Qualifications 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 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 2. Non-transferability of Membership. Membership in the Chapter is neither transferable nor assignable.

Section 3. Individual Membership. Membership in the Chapter is held in the individual's name, not an organization with which the member is affiliated.

Section 4. Professional Members. Membership shall be limited to those individuals who fall into one of the following categories: (a) engaged in the profession of human resource management at the exempt level for at least three years and who devote at least fifty percent (50%) of their time to personnel, human resources or industrial relations functions; (b) certified by the Human Resource Certification Institute; (c) faculty members holding an assistant, associate or full professor rank in human resource management or any of its specialized functions at an accredited college or university and have at least three years of experience at this level of teaching; (d) full-time consultants with at least three (3) years' experience in counseling and advising clients on matters relating to the human resource profession. Professional members may vote and hold office in the Chapter. Professional Members may be classified in distinct categories for dues structure purposes.

Section 5. Associate Members. Individuals in non-exempt human resource management positions as well as those individuals who do not meet the Professional member category, but who demonstrate a bona fide interest in human resource management and the mission of the Chapter. Associate members may not vote or hold office in the Chapter.

Section 6. Student Members. Individuals who (a) do not fit into a Professional or Associate Member definition and (b) who are enrolled as students at the college or university level and are able to demonstrate an emphasis in human resource management subjects. Student members may not vote or hold office in the Chapter.

Section 7. Application for Membership. Application for membership shall be on the Chapter application form. All applications shall be reviewed by the Vice President for Membership and approved by the Board of Directors. New members shall be afforded full membership rights from the date of application approval by the Board of Directors.

Section 8. Voting. Each Professional member of the Chapter shall have the right to cast one vote on each matter brought before a vote of the members. Associate and Student Members are not eligible to vote. Votes shall be tallied by an Elections Committee appointed by the Board of Directors.

Section 9. Dues. Annual membership dues shall be established for the next year by the Board of Directors prior to the mailing of renewal notices.

ARTICLE V - Meetings of Members

Section 1. Regular Meetings. Regular meetings of the members shall be held on the fourth Wednesday of each month or as otherwise determined by the Board of Directors.

Section 2. Annual Meetings. The annual meeting of the members for electing directors and officers and conducting other appropriate business shall be held in October or at such other time determined by the Board of Directors.

Section 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.

PROPOSED

Section 4. Notice of Meetings. Notice of all special and annual meetings shall be given to all members at least ten (10) days prior to the meetings. Notice of regular meetings shall be given to all members at least seven (7) days prior to the meeting.

Section 5. Quorum. Members holding one-tenth of the votes entitled to be cast, represented in person or by proxy, shall constitute a quorum. The vote of the majority of the members present or represented by proxy at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted on by the members.

ARTICLE VI - Board of Directors

Section 1. 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 2. Officers. The following shall be members of the Board of Directors and shall be Officers of the Chapter: President, President-Elect, Past President, Treasurer and Secretary.

Section 3. Composition of the Board of Directors. The Board of Directors shall consist of thirteen (13) persons. In addition to the Officers listed in Section 2, the following shall be members of the Board of Directors: Vice President of Membership, Vice President of Marketing, Diversity Director, Legislative Representative, SHRM Foundation Director, College Relations Chair, and Certification Chair. The thirteenth Board member shall be a Chapter Advisor appointed by the President.

Section 4. Qualification. All candidates for the Board of Directors must be Professional members of the Chapter in good standing at the time of nomination or appointment and for their complete term of office. Per SHRM Bylaws, the President must be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 5. Election - Term of Office. Directors shall be elected by the members at the annual meeting of the membership from the proposed slate of the nominating committee. Each elected Director shall assume office on January 1 following his/her election and shall hold office for two years or until his/her successor is elected and takes office. A Director may succeed himself/herself no more than once. Board members may not be elected to serve more than two consecutive terms in the same position. Board members' terms are structured with tiered expiration dates to ensure some continuity from year to year.

Section 6. Vacancies. Any vacancy in the Board may be filled for the unexpired term by the appointment of the President with consent of the Board of Directors.

Section 7. 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 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 8. Board of Directors' Responsibilities. The Board of Directors shall transact all business of the Chapter except as prescribed otherwise in the Articles of Incorporation or Bylaws. A Professional member in good standing may request the President to place on the agenda of the next regular meeting any action taken by the Board of Directors.

Section 9. Removal of Director and Officer. Any Director or Officer 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.

PROPOSED

ARTICLE VII - *Duties and Responsibilities*

Section 1. The President. The President shall preside at the meetings of the members and of the Board. He/she 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. He/she shall maintain liaison and be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 2. The President-Elect. The President-Elect, at the request of the President, or in his/her absence or disability, may perform any of the duties of the President. He/she shall have such other powers and perform such other liaison duties as the Board or the President may determine. He/she shall serve as Program Director. The responsibility includes programs conducted at all regular meetings of the members, social functions, and any workshops and seminars sponsored by the Chapter as determined by the President and the Board. He/she shall have the authority to appoint subcommittees to plan and implement the activities associated with the program year. This Chapter requires the P-president-Elect to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 3. Past President. The Past President shall serve as an advisory role to the President and Executive Committee to ensure a smooth and continuous transition from year to year. The Past President will also serve as Chairman of the Bylaws and Nominations Committee. This Chapter requires the Past President to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 4. Treasurer. The Treasurer shall be responsible for the financial affairs of the Chapter, including all required filings. These responsibilities shall include financial reports to the Board and coordinating arrangements for the annual examination audit of the accounts as may be required by the Board. He/she shall be responsible for membership billing. He/she shall also perform such other duties as the President may determine. This Chapter requires the Treasurer to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 5. Secretary. The Secretary shall be responsible for recording the minutes of all meetings of the Chapter, shall be responsible for making all members aware of such meetings, and shall be responsible for all records retention including but not limited to Board Minutes, Board Packets, Election Results, etc. This Chapter requires the Secretary to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 6. Vice President of Membership. The Vice President of Membership shall serve as gatekeeper of all incoming membership applications and present such applications to the Board of Directors for approval with recommendation as to Professional/Associate Membership qualification. He/she shall encourage membership growth and shall maintain the official membership roster of the Chapter. He/she shall have such other powers and perform such other duties as the President may determine. This Chapter requires the Vice President of Membership to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 7. Vice President of Marketing. The Vice President of Marketing provides timely and comprehensive information and other matters of interest about the Chapter to external resources. The Vice President of Marketing creates a favorable image of the Chapter working for the professional development of its members by keeping membership informed of events, activities and meetings while disseminating relevant professional information viewed as beneficial to membership. This Chapter requires the Vice President of Marketing to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 8. Diversity Director. The Diversity Director monitors and evaluates activities concerning diversity issues. He/she spearheads the effort to diversify the Chapter's membership/leadership. This Chapter requires the Diversity Director to be a current member in good standing of SHRM throughout the duration of his/her term of office.

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Section 9. Legislative Representative. The Legislative Representative monitors and evaluates legislative, regulatory and legal action at the federal, state and local level that may have an impact on the management of human resources. Presentation of such information and possible educational opportunities fall under the Legislative Representative's duties of keeping the membership informed and up to date on these critical matters. This Chapter requires the Legislative Representative to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 10. SHRM Foundation Director. The SHRM Foundation Director serves to educate and promote the interests of the SHRM Foundation. In doing so, the SHRM Foundation Director actively seeks to engage membership in supporting the Foundation through annual contribution by the Chapter and seeks out fundraising opportunities. This Chapter requires the SHRM Foundation Director to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 11. College Relations Chair. The College Relations Chair manages the partnership with local school human resource students and engages them in the scholarship programs, internship programs and coordinates outreach efforts to these future potential industry partners and Chapter members. This Chapter requires the College Relations Chair to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 12. Certification Chair. The Certification Chair serves to increase the number of Chapter members who are certified PHR/SPHR by the Human Resource Certification Institute. To do so, the Certification Chair works in partnership with the Legislative Representative and the Programs Chair to set up educational events for members. This Chapter requires the Certification Chair to be a current member in good standing of SHRM throughout the duration of his/her term of office.

Section 13. Chapter Advisor. The Chapter Advisor, appointed by the President, serves as a resource in various capacities that may change from year to year. Examples of skills that the Chapter Advisor may provide include but are not limited to: historical Chapter data, procedural structure, parliamentary procedure, accounting, membership liaison, etc. This Chapter requires the Chapter Advisor to be a current member in good standing of SHRM throughout the duration of his/her term of office.

ARTICLE VIII - Committees

Section 1. Committees. The establishment of both standing committees and/or task forces shall be the right of the Board of Directors.

Section 2. Committee Organization. Committees are established by resolution of the Board of Directors.

Section 3. Committee Chairpersons. Appointments of Chairpersons to committees are the sole responsibility of the President. The Chairperson and the President will seek interested members to participate in committee activities. Special Committees or task forces may be organized by the President to meet particular Chapter needs.

Section 4. Committee Activity. Committees are established to provide the Chapter with assistance in specialized short term projects. (Including but not limited to Bylaws Committee, Nominations Committee, Elections Committee, etc.)

Section 5. Standing Committees. The only standing committees of the Chapter are the Nominations and the Bylaws Committees, both Chaired by the Past President or in the absence of a Past President the position may be appointed by the President. All other committees and/or task forces are organized as needed and appointed by the President with approval of the Board of Directors.

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ARTICLE IX - *Electronic Voting*

Mail or electronic ballots can be used for the election of Directors provided the Chapter has had at least one in-person meeting that year.

ARTICLE X - *Statement of Ethics*

The Chapter adopts SHRM's Code of Ethical and Professional Standards in Human Resource Management 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 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 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 Bylaws of the Chapter.

ARTICLE XII - *Amendment of Constitution and Bylaws*

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.

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).

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 - *Code of Conduct*

This code of Conduct for the Chapter has been adopted to promote and maintain the highest standards of professional and personal conduct among its members. By joining this Chapter, a member indicates his/her support for upholding this Code and the understanding of his/her individual responsibility to act in

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accordance with the following items, thereby assuring that all Chapter activities support the development, networking, and educational intents of this professional organization.

ARTICLE XVI - Privacy Policy

The Chapter collects and maintains membership information as part of servicing membership. Access is restricted to nonpublic personal information about members to the Society for Human Resource Management (SHRM) and the Chapter Board and Committee members with a business reason to know this information in order to provide member services to members.

The Chapter may share mailing lists (names and mailing addresses) of members to selected human resources affiliates and service providers as authorized in advance by the Board of Directors. Independent contractors and outside companies who perform work for the Chapter are required to adhere to strict privacy standards through their contracts. The Chapter does not share member e-mail addresses to third parties.

The Chapter may be required by law enforcement or judicial authorities to provide information on individual members to the appropriate governmental authorities. In matters involving a danger to personal or public safety, the Chapter may voluntarily provide information to appropriate governmental authorities.

The Chapter is in compliance with the CAN-SPAM Act of 2003.

ARTICLE XVII - Non-Solicitation Policy

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 approval from the Board of Directors.

Members and guests shall conduct themselves in a professional manner at all Chapter events. Mass solicitation and solicitation during Chapter events is prohibited unless authorized in advance by the Board of Directors.

Solicitation – Associate members will be allowed to sponsor Chapter meetings, seminars, and events. In return, sponsors will be allowed to set-up a six-foot table, in the rear of the meeting room, to display product literature and samples. Sponsors may solicit individuals who approach their display table and inquire about their product or service. Associate members will not be allowed to solicit members in any other way during meetings, seminars or other events. Associate members may not solicit members by mail, telephone, fax, email, and personal visits or by any other means.

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 their membership in this Society.

ARTICLE XVIII - Termination of Membership

By majority vote the Board of Directors may terminate the membership of any member who, in the judgment of the Board of Directors, fails to comply with the Bylaws of this Chapter or violates any of the following conditions:

- By their actions cast adverse reflection on this Chapter, or otherwise violate this Chapter's code of ethics;
- Fails to pay their Chapter dues by the deadline;
- Conducts or whose guest conducts unwanted solicitation of business at any function of the Chapter.

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No member shall actively solicit business from any other member at Chapter meetings, via use of the director or through the use of information provided to him/her as a member of the Chapter without the approval from the Board of Directors.

All members and guests are expected to conduct themselves at meetings in a professional manner upholding the purposes of the Chapter. Therefore, the solicitation of free advice or business sales is strictly forbidden during Chapter meetings and social periods.

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 approval from the Board of Directors.

Note* These revised bylaws are not effective until approved and signed by SHRM CEO or designee

Approved by:

SHRM President/CEO or President/CEO Designee _____ Date _____

Ratified by the Membership of Chapter and signed by:

Chapter President _____ Date _____



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BYLAWS



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RIO GRANDE VALLEY CHAPTER

Chapter Bylaws

Article I.....Name and Affiliation

Section 1: Name. The name of the Chapter is the SHRM-RGV Chapter.

Section 2: Affiliation. The Chapter is affiliated with the Society for Human Resource Management (herein referred to as SHRM).

Article II.....Membership

Section 1: Qualifications for Membership. The qualifications for membership in the RGV Chapter shall be as stated in Sections 2, 3 and 4 of this Article. To achieve the mission of the Chapter there shall be no discrimination in individual memberships because of race, religion, sex, age, national origin or handicap. *Memberships are individual and are not transferable to other individuals.*

Section 2. Professional Members. Membership shall be limited to (a) those individuals actively engaged in bona fide human resources administration (at the exempt level) for at least three years and who devote at least 50% of their time to personnel, human resources or industrial relations functions; (b) faculty members holding an assistant, associate or full professor rank in personnel, human resources or industrial relations of their specialized phases at an accredited college or university and who possess at least three years of responsible experience at this level of teaching; (c) full-time consultants/ recruiters with at least 3 years experience in the a field of human resources management.

Section 3. Associate Members. Individuals in non-exempt human resource management positions as well as those individuals who do not meet the general member category, but who demonstrate a bona fide interest in human resource management and the mission of the Chapter. Associate members may not vote and may not hold office in the Chapter.

Section 4. Student Members. Individuals who are actively enrolled in human resources degree programs at the college or university level. Student members may not vote and may not hold office in the Chapter.

Section 5. Application for Membership. Application for membership shall be on the RGV Chapter application form. All applications shall be reviewed by the Vice President for Membership and approved by the Board of Directors. New members shall be afforded full membership rights from the date of application approval by the RGV Chapter Board of Directors.

Section 6. Voting. Each Professional member of the Chapter shall have the right to cast one vote on each matter brought before a vote of the members. Associate and Student Members shall have no right to vote. Votes shall be judged by an Ad Hoc Committee appointed by the Board of Directors.

Section 7. Dues. Annual membership dues shall be established for the next year by the Board of Directors prior to the mailing of renewal notices. RGV Chapter annual dues shall be decreased for individuals who are members with both SHRM and the RGV chapter.

Article III.....Meetings of Members

Section 1. Regular Meetings. Regular meetings of the members shall be held on the fourth Wednesday of each month or as otherwise determined by the Board of Directors.

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Section 2. Annual Meetings. The annual meeting of the members for electing directors and officers and conducting other appropriate business shall be held in September or at such other time determined by the Board of Directors. If an annual meeting does not take place in September, the President may appoint a nominations committee to develop a slate of officers.

Section 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 4. Notice of Meetings. Notice of all special and annual 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.

Section 5. Quorum. Members holding one-tenth of the votes entitled to be cast, represented in person or by proxy, shall constitute a quorum. The vote of the majority of the members present or represented by proxy at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted on by the members.

Article IV.....Board of Directors

Section 1. Number. The Board of Directors shall consist of 12 persons. The following shall be members of the Board of Directors and be officers of the chapter: President, President-Elect, Vice President for Membership, Treasurer, and Secretary. Six additional members shall be elected from among the eligible membership as members of the Board of Directors. The twelfth Board member shall be the Past President.

Section 2. Qualification. All candidates for the Board of Directors must be Professional members of the (chapter name) in good standing at the time of nomination or appointment. Per SHRM Bylaws, the President must be a current member in good standing with SHRM. Board members may not be elected to serve more than two (2) consecutive terms in the same position.

Section 3. Election - Term of Office. Directors shall be elected by the members at the annual meeting of the membership from the proposed slate of the nominating committee appointed by the Board of Directors at the beginning of each election year. Each elected Director shall assume office on March 1 following his/her election and shall hold office for one year or until his/her successor is elected and takes office. The chapter may decide to elect an officer to a second term only with a 2/3 vote of the chapter. The vote may take place via signed faxes. A Director may succeed himself/herself no more than twice.

Section 4. Vacancies. Any vacancy in the Board may be filled for the unexpired term by the President with consent by the Board of Directors.

Section 5. 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 Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors.

Section 6. Board of Directors' Responsibilities. The Board of Directors shall transact all business of the Chapter except as prescribed otherwise in the Article of Incorporation or Bylaws. A General Member in good standing may request the President to place on the agenda of the next regular meeting any action taken by the Board of Directors.

Section 7. Removal of Director and Officer. Any director or officer may be removed from office, with or without cause, upon an affirmative vote of two-thirds of the entire Board of Directors at a duly constituted Board of Directors meeting.

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Article V.....Duties and Responsibilities

Section 1. The President. The President shall preside at the meetings of the members and of the Board. He/she shall direct the Chapter and have charge and supervision of the affairs and business of the RGV Chapter. He/she shall maintain liaison and be a current member in good standing with SHRM.

Section 2. The President-Elect. The President-Elect, at the request of the President, or in his/her absence or disability, may perform any of the duties of the President. He/she shall have such other powers and perform such other liaison duties as the Board or the President may determine. He/she shall service as Chair of the Program Committee. The responsibility includes programs conducted at all regular meetings of the members, social functions, and any workshops and seminars sponsored by the Chapter 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 program year. RGV Chapter requires the president-elect to be a current member in good standing with SHRM.

Section 3. The Vice President-Marketing The Vice President Marketing shall serve as Chair of the Publicity Committee and shall nurture growth of the chapter through appropriate and prompt communication.

Section 4. The Vice President – Membership He/she shall encourage membership growth and shall maintain the official membership roster of the Chapter. He/she shall have such other powers and perform such other duties as the President may determine. RGV Chapter requires the Vice President for Membership to be a current member in good standing with SHRM.

Section 5 The Vice President Programs He/She shall encourage membership through arranging for the programs and the meeting themes.

Section 6. The Treasurer. The Treasurer shall be responsible for the financial affairs of the RGV Chapter. He/she shall be responsible for membership billing. He/she shall also perform such other duties as the President may determine. Upon completion of his/her position he/she must give a compilation of the expenses for the year and close out all accounts.

Section 7. The Secretary. The Secretary shall be responsible for recording the minutes of all meetings of the RGV Chapter, shall be responsible for making all members aware of such meetings, and shall be responsible for coordinating the activities related to the Chapter's newsletter.

Article VI.....Committees

Section 1. Committee Organization. Appointments of Chairpersons to committees is the sole responsibility of the President. The Chairperson and the President will seek interested members to participate in committee activities. Special Committees or task forces may be organized by the President to meet particular Chapter needs.

Section 2. Committee Activity. Committees are established to provide the Chapter with special ongoing services such as Programs, Membership Communications, Legislative Affairs, Professional Development, Student Chapter Affairs, Public Relations, etc.

Article VII.....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 the SHRM Foundation.

Article VIII.....Statement of Ethics

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The RGV Chapter adopts SHRM's Code of Ethics for members of the Association 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 Association 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 IX.....Amendment of Constitution and Bylaws

- A copy of all amended Bylaws shall be forwarded to SHRM before amendment.
- The Bylaws may be amended by a 2/3 majority vote of the members present at any meeting at which a quorum exists and in which required notice has been met provided such proposed amendment has been reviewed by SHRM and is not in conflict with the Society's Bylaws.



CHAPTER CODE OF CONDUCT



**SHRM CHAPTER
CODE OF CONDUCT**
RIO GRANDE VALLEY Chapter

This Code of Conduct for the RIO GRANDE VALLEY Chapter has been adopted to promote and maintain the highest standards of professional and personal conduct among its members. By joining this Chapter, a member indicates his/her support for upholding this Code and the understanding of his/her individual responsibility to act in accordance with the following items, thereby assuring that all Chapter activities support the development, networking, and educational intents of this professional organization.

As a member of the RIO GRANDE VALLEY Chapter, I pledge to:

- * Maintain the highest standards of professional and personal conduct.
- * Strive for personal growth in the field of human resource management.
- * Support SHRM's goals and objectives for developing the human resource management profession.
- * Instill in the public and other RIO GRANDE VALLEY Chapter members a sense of confidence about my conduct and intentions.
- * Uphold all laws and regulations relating to my activities.
- * Refrain from using my official positions, either regular or volunteer, to secure special privilege, gain or benefit for myself.
- * Maintain the confidentiality of privileged information.
- * Recognize that RIO GRANDE VALLEY Chapter meetings, events, and/or any other RIO GRANDE VALLEY Chapter activities are times

for networking and development, not times for sales contacts, self-promotion or solicitation of business.

- * Pledge to use all chapter communication and member contact information solely for the purpose of furthering my knowledge of the HR profession and not for personal/business gain or self promotion.

Frequently asked questions:

Q: CAN MEMBERSHIP IN A LOCAL CHAPTER HELP ME?

A: ABSOLUTELY! BY JOINING A LOCAL SHRM-AFFILIATED CHAPTER, YOU WILL GAIN ACCESS TO:

- HR professionals and companies in your community. This will create a network for you to tap into when gathering information on how other local organizations handle various human resource situations, procedures, policies, etc.
- Local professional development opportunities to improve your HR competencies and advance yourself professionally.
- Up-to-date information on pending federal and state legislation that may impact your company's operations.
- HR generalists and specialists who provide information that might otherwise be difficult and/or expensive to obtain.
- Relationships and contacts with other local companies.
- Contemporary, successful practices to make your organization more efficient, increase employee commitment, and help line managers carry out business strategy.
- Detailed, updated information on state and local labor market conditions and issues.
- The opportunity to obtain PHR/SPHR/GPHR recertification credits for attending chapter programming that qualifies for HR Certification Institute credits.
- Leadership skills development opportunities. You can take on a volunteer leadership role in a local chapter, for example.

Q: How do I join a chapter or obtain more information on the location of a chapter?

A: Contact the chapter via their Web site or contact information. Links and contact information can be found at www.shrm.org/chapters. Select Professional or Student Chapters on the left bar then click on your state to view all SHRM-affiliated chapters in the state.

Q: As a SHRM member, am I automatically a member of a local chapter?

A: No. SHRM membership is separate from membership in your local chapter. Each chapter has its own membership application process and dues structures. While there are more than 575 locally affiliated SHRM chapters, they are autonomous entities in their operations and membership requirements. To become a member of your local chapter, you will need to apply for membership directly with that particular chapter.

Q: As a member of my local chapter, am I automatically a SHRM member?

A: No. Please see the previous answer. To join SHRM, please visit www.shrm.org/join.

Q: When I join a local chapter, should I notify SHRM?

A: Yes! Upon membership in your local chapter, please contact the SHRM Member Relations Team at SHRM.memberrelations@shrm.org or (800) 283-SHRM to update your member record. This is important because your local chapter receives financial support from SHRM based on your membership.

Q: Can I belong to more than one SHRM chapter?

A: Yes. You can belong to as many chapters as you desire, but one will be considered your "primary chapter" for receiving financial support from SHRM.

Membership in a SHRM-affiliated chapter means access to a local network of HR professionals, as well as professional development programs.

